

**Exhibit B**

**Steele Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§	
	§	<b>Chapter 11</b>
	§	
<b>BASIC ENERGY</b>	§	<b>Case No. 21-90002 (DRJ)</b>
<b>SERVICES, INC., et al.,</b>	§	
	§	<b>(Joint Administration Requested)</b>
<b>Debtors.<sup>1</sup></b>	§	

**DECLARATION OF BENJAMIN J. STEELE IN SUPPORT  
OF DEBTORS' APPLICATION FOR ENTRY OF AN ORDER  
AUTHORIZING THE EMPLOYMENT AND RETENTION OF  
PRIME CLERK LLC AS CLAIMS, NOTICING AND SOLICITATION AGENT**

I, Benjamin J. Steele, under penalty of perjury, declare as follows:

1. I am a Managing Director of Prime Clerk LLC ("**Prime Clerk**"), a chapter 11 administrative services firm whose headquarters are located at One Grand Central Place, 60 East 42<sup>nd</sup> Street, Suite 1440, New York, New York 10165. Except as otherwise noted, I have personal knowledge of the matters set forth herein, and if called and sworn as a witness, I could and would testify competently thereto.

2. This Declaration is made in support of the above-captioned debtors' (collectively, the "**Debtors**") *Application of Debtors for Entry of an Order Authorizing the Employment and*

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Basic Energy Services, L.P. (1819); Basic Energy Services, Inc. (1194); C&J Well Services, Inc. (5684); KVS Transportation, Inc. (4882); Indigo Injection #3, LLC (7657); Basic Energy Services GP, LLC (1197); Basic Energy Services LP, LLC (1195); Taylor Industries, LLC (7037); SCH Disposal, L.L.C. (8335); Agua Libre Holdco LLC (3092); Agua Libre Asset Co LLC (1409); Agua Libre Midstream LLC (6701); and Basic ESA, Inc. (2279). The Debtors' headquarters and service address for the purposes of these chapter 11 cases is 801 Cherry Street, Suite 2100, Fort Worth, Texas 76102.

*Retention of Prime Clerk LLC as Claims, Noticing, and Solicitation Agent*, which was filed contemporaneously herewith (the “**Application**”).<sup>2</sup>

3. Prime Clerk is comprised of leading industry professionals with significant experience in both the legal and administrative aspects of large, complex chapter 11 cases. Prime Clerk’s professionals have experience in noticing, claims administration, solicitation, balloting, and facilitating other administrative aspects of chapter 11 cases and experience in matters of this size and complexity. Prime Clerk’s professionals have acted as debtor’s counsel or official claims and noticing agent in many large bankruptcy cases in various districts nationwide. Prime Clerk’s active and former cases include: *Sundance Energy, Inc.*, No. 21-30882 (DRJ) (Bankr. S.D. Tex.); *Seadrill Partners LLC*, No. 20-35740 (DRJ) (Bankr. S.D. Tex.); *MD America Energy, LLC*, No. 20-34966 (DRJ) (Bankr. S.D. Tex.); *EP Energy Corporation*, No. 19-35654 (MI) (Bankr. S.D. Tex.); *Pacific Drilling S.A.*, No. 20-35212 (DRJ) (Bankr. S.D. Tex.); *Fieldwood Energy LLC*, No. 20-33948 (MI) (Bankr. S.D. Tex.); *White Stallion Energy, LLC*, No. 20-13037 (LSS) (Bankr. D. Del.); *Northwest Hardwoods, Inc.*, No. 20-13005 (CSS) (Bankr. D. Del.); *Mallinckrodt plc*, No. 20-12522 (JTD) (Bankr. D. Del.); *Ursa Piceance Holdings LLC*, No. 20-12065 (BLS) (Bankr. D. Del.); *Shiloh Industries, Inc.*, No. 20-12024 (LSS) (Bankr. D. Del.); *The Hertz Corporation*, No. 20-11218 (MFW) (Bankr. D. Del.); *KB US Holdings, Inc.*, No. 20-22962 (SHL) (Bankr. S.D.N.Y.); *Hermitage Offshore Services Ltd.*, No. 20-11850 (MG) (Bankr. S.D.N.Y.); *Centric Brands Inc.*, No. 20-22637 (SHL) (Bankr. S.D.N.Y.); *LATAM Airlines Group S.A.*, No. 20-11254 (JLG) (Bankr. S.D.N.Y.); *Ascena Retail Group, Inc.*, No. 20-33113 (KRH) (Bankr. E.D. Va.); and *PG&E Corporation*, No. 19-30088 (DM) (Bankr. N.D. Cal.).

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

4. As agent and custodian of Court records pursuant to 28 U.S.C. § 156(c), Prime Clerk will perform, at the request of the Office of the Clerk of the Bankruptcy Court (the “**Clerk**”), the services specified in the Application and the Engagement Agreement, and, at the Debtors’ request, any related administrative, technical, and support services as specified in the Application and the Engagement Agreement. In performing such services, Prime Clerk will charge the Debtors the rates set forth in the Engagement Agreement, which is attached as **Exhibit C** to the Application.

5. Prime Clerk represents, among other things, the following:

- (a) Prime Clerk, its members and employees are not and were not, within two years before the date of the filing of these chapter 11 cases, creditors, equity security holders, insiders or employees of the Debtors;
- (b) Prime Clerk will not consider itself employed by the United States government and shall not seek any compensation from the United States government in its capacity as the Claims and Noticing Agent in these chapter 11 cases;
- (c) By accepting employment in these chapter 11 cases, Prime Clerk waives any rights to receive compensation from the United States government in connection with these chapter 11 cases;
- (d) In its capacity as the Claims and Noticing Agent in these chapter 11 cases, Prime Clerk will not be an agent of the United States and will not act on behalf of the United States;
- (e) Prime Clerk will not employ any past or present employees of the Debtors in connection with its work as the Claims and Noticing Agent in these chapter 11 cases;
- (f) Prime Clerk is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code with respect to the matters upon which it is engaged;
- (g) In its capacity as Claims and Noticing Agent in these chapter 11 cases, Prime Clerk will not intentionally misrepresent any fact to any person;
- (h) Prime Clerk shall be under the supervision and control of the Clerk’s office with respect to the receipt and recordation of claims and claim transfers;

- (i) Prime Clerk will comply with all requests of the Clerk's office and the guidelines promulgated by the Judicial Conference of the United States for the implementation of 28 U.S.C. § 156(c); and
- (j) None of the services provided by Prime Clerk as Claims and Noticing Agent in these chapter 11 cases shall be at the expense of the Clerk's office.

6. In accordance with 11 U.S.C. § 327(a) and Federal Rule of Bankruptcy Procedure 2014, I caused to be submitted for review by our conflicts system the names of all known potential parties in interest (the "**Potential Parties in Interest**") in these chapter 11 cases, which parties are listed on **Schedule 1** attached hereto. The list of Potential Parties in Interest was provided by the Debtors and included, among other parties, the Debtors, non-Debtor affiliates, current and former directors and officers of the Debtors, significant shareholders, secured creditors and/or lenders, the Debtors' 30 largest unsecured creditors on a consolidated basis, contract counterparties, landlords, vendors, insurers, utilities, governmental authorities, the United States Trustee and persons employed in the office of the United States Trustee, and other parties. The results of the conflict check were compiled and reviewed by Prime Clerk professionals under my supervision. At this time, and as set forth in further detail herein, Prime Clerk is not aware of any connection that would present a disqualifying conflict of interest. Should Prime Clerk discover any new relevant facts or connections bearing on the matters described herein during the period of its retention, Prime Clerk will use reasonable efforts to file promptly a supplemental declaration.

7. To the best of my knowledge, and based solely upon information provided to me by the Debtors, and except as provided herein, neither Prime Clerk, nor any of its professionals, has any materially adverse connection to the Debtors, their creditors or other relevant parties. Prime Clerk may have relationships with certain of the Debtors' creditors as vendors or in connection with cases in which Prime Clerk serves or has served in a neutral capacity as claims and noticing agent and/or administrative advisor for another chapter 11 debtor.

8. Certain of Prime Clerk's professionals were partners of or formerly employed by firms that are providing or may provide professional services to parties in interest in these cases. Such firms include Weil, Gotshal & Manges LLP ("**Weil**"); Kirkland & Ellis LLP; O'Melveny & Myers LLP; Mayer Brown LLP; Fried, Frank, Harris, Shriver & Jacobson LLP ("**Fried Frank**"); Bracewell LLP; Proskauer Rose LLP; Curtis, Mallet-Prevost, Colt & Mosle LLP; Baker & Hostetler LLP ("**Baker**"); Togut, Segal & Segal LLP; Gibson, Dunn & Crutcher LLP; Willkie Farr & Gallagher LLP; Jones Day; Shearman & Sterling LLP; KPMG LLP ("**KPMG**"); PricewaterhouseCoopers LLP ("**PwC**"); Epiq Bankruptcy Solutions, LLC; Donlin, Recano & Company, Inc. and Kurtzman Carson Consultants LLC. Except as may be disclosed herein, these professionals did not work on any matters involving the Debtors while employed by their previous firms. Moreover, these professionals were not employed by their previous firms when these chapter 11 cases were filed.

9. Prime Clerk hereby discloses the following connections, each of which Prime Clerk believes does not present an interest adverse to the Debtors and is disclosed solely out of an abundance of caution:

- Christina Pullo, Managing Director of Prime Clerk and Head of Corporate Actions, was previously an associate at Weil, proposed counsel to the Debtors in these chapter 11 cases. Shai Waisman, Managing Director and Global Head of Prime Clerk's reporting division, was formerly a partner at Weil. Shira D. Weiner, General Counsel of Prime Clerk and its divisional affiliates, was formerly an associate at Weil. Certain other employees of Prime Clerk were also formerly associates at Weil. Ms. Pullo left Weil in May 2009, Mr. Waisman left Weil in March 2011, and Ms. Weiner left Weil in February 2008. Neither Ms. Pullo, Mr. Waisman, Ms. Weiner, or any other former Weil associates now working at Prime Clerk worked on any matters involving the Debtors during their time at Weil.
- Stephen Karotkin is a Consultant at Weil. Mr. Karotkin's son, Joshua Karotkin, a Director at Prime Clerk, has been an employee of Prime Clerk since April 2014.
- Adam Adler, a Managing Director at Prime Clerk, was previously an associate at Fried Frank, counsel to Ascribe Capital, LLC. Mr. Adler left Fried Frank in 2006.

Mr. Adler did not work on any matters involving the Debtors during his time at Fried Frank.

- Oleg Bitman, a Senior Consultant at Prime Clerk, was previously an associate at Baker, one of the Debtors' ordinary course professionals. Mr. Bitman left Baker in 2016. Mr. Bitman did not work on any matters involving the Debtors during his time at Baker.
- Jordan Searles is a Director at Prime Clerk. Mr. Searles' brother, Adam Searles, is a Director at AlixPartners, LLC, the Debtors' proposed financial advisor. Jordan Searles was also previously an audit associate at KPMG, the Debtors' auditor. Mr. Searles left KPMG in 2014. Mr. Searles did not work on any matters involving the Debtors during his time at KPMG.
- Heidi Stern, Senior Director and Head of Finance and Accounting for Prime Clerk and its divisional affiliates, and Diana Shih, Controller at Prime Clerk, were formerly associates at PWC, one of the Debtors' ordinary course professionals. Ms. Stern and Ms. Shih left PWC in 2011. Neither Ms. Stern nor Ms. Shih worked on any matters involving the Debtors during their time at PWC.
- The father of a Consultant at Prime Clerk is a Global Co-Head of the Global Industries Group at UBS Investment Bank ("UBS"). UBS Securities, LLC and UBS AG, Stamford Branch, each affiliates of UBS, are secured lenders to the Debtors.

10. Prime Clerk has and will continue to represent clients in matters unrelated to these chapter 11 cases. In addition, Prime Clerk and its personnel have and will continue to have relationships personally or in the ordinary course of its business with certain vendors, professionals, financial institutions, and other parties in interest that may be involved in the Debtors' chapter 11 cases. Prime Clerk may also provide professional services to entities or persons that may be creditors or parties in interest in these chapter 11 cases, which services do not directly relate to, or have any direct connection with, these chapter 11 cases or the Debtors. A list of Prime Clerk's clients that are identified on the Potential Parties in Interest list (if any) and their relationship to the Debtors is attached hereto as **Schedule 2**. Given Prime Clerk's neutral position towards its clients, Prime Clerk does not believe that any such connections present an actual or potential conflict or are adverse to the Debtors, their estates or creditors.

11. Prime Clerk, and its personnel in their individual capacities, regularly utilize the services of law firms, investment banking and advisory firms, accounting firms, and financial advisors. Such firms engaged by Prime Clerk or its personnel may appear in chapter 11 cases representing the Debtor or parties in interest. All engagements where such firms represent Prime Clerk or its personnel in their individual capacities are unrelated to these chapter 11 cases.

12. Prime Clerk is an indirect subsidiary of Kroll, LLC (“**Kroll**”). Kroll is the world’s premier provider of services and digital products related to governance, risk, and transparency. I have been advised that Kroll, under its former name Duff and Phelps LLC,<sup>3</sup> is currently retained in the ordinary course by the Debtors to provide property tax services. I further understand that such services are being provided on a contingency fee basis, and that, as of the Petition Date, no fees for such services are currently due and owing. Within the Kroll corporate structure, Prime Clerk operates independently from Kroll. As such, any relationships that Kroll and its affiliates maintain do not create an interest of Prime Clerk’s that is materially adverse to the Debtors’ estates or any class of creditors or security holders.

13. As part of its conflicts check process, Prime Clerk submitted for review by each of its partners and employees the list of Potential Parties in Interest provided by the Debtors to determine whether any partner or employee holds an adverse interest to any of the Debtors and/or is a “disinterested person,” as such term is defined in the Bankruptcy Code. In addition, the partners and employees of Prime Clerk were asked to review their investment holdings, to the extent possible, to determine whether they have any direct or indirect ownership of the Debtors’ securities. Upon information and belief, and upon such reasonable inquiry by Prime Clerk and the

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<sup>3</sup> Prime Clerk was previously an indirect subsidiary of Duff & Phelps LLC, which recently changed its company name to Kroll, representing the firm’s rich history and brand of services. This rebrand has not resulted in any change to Prime Clerk’s ownership structure, and Prime Clerk continues to operate independently from its parent company and affiliates.



results thereof, Prime Clerk is not aware that any of its partners or employees directly or indirectly own any debt or equity securities of a company that is a Debtor or of any of its affiliates. Moreover, Prime Clerk has a policy prohibiting its partners and employees from using confidential information that may come to their attention in the course of their work. In this regard, subject to non-discretionary Investment Funds (as defined below), all Prime Clerk partners and employees are barred from trading in securities with respect to matters in which Prime Clerk is retained.

14. As a general matter, in the infrequent case when a Prime Clerk partner or employee may, directly or indirectly, own a debt or equity security of a company which may become or becomes a debtor or a debtor affiliate, such ownership would be substantially less than one percent of any such debtor or debtor affiliate. Additionally, from time to time, Prime Clerk partners or employees may personally invest in mutual funds, retirement funds, private equity funds, venture capital funds, hedge funds and other types of investment funds (the “**Investment Funds**”), through which such individuals may indirectly acquire a debt or equity security of many companies, one of which may be one of the Debtors or their affiliates. Any partner or employee who has made any such investment does not manage or otherwise control such Investment Fund. The Investment Funds are managed by third parties, and Prime Clerk partners or employees that may invest in the particular Investment Fund have no influence, discretion, or control over the Investment Fund’s decision to buy, sell, or vote any particular debt or equity securities comprising the particular Investment Fund and in certain instances, partners or employees may not be aware of the particular debt or equity securities comprising the particular Investment Fund.

15. Based on the foregoing, I believe that Prime Clerk is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code. Moreover, to the best of my knowledge and belief, neither Prime Clerk nor any of its partners or employees hold or represent

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any interest materially adverse to the Debtors' estates with respect to any matter upon which Prime Clerk is to be engaged.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge and belief.

Executed on August 17, 2021

/s/ Benjamin J. Steele

Benjamin J. Steele  
Managing Director  
Prime Clerk LLC  
One Grand Central Place  
60 East 42<sup>nd</sup> Street, Suite 1440  
New York, New York 10165

**SCHEDULE 1**

**Potential Parties in Interest**

AS OF AUGUST 16, 2021

**\$60M ABL - ADMINISTRATIVE AGENT, SWING LINE LENDER, AND AN L/C ISSUER**

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BANK OF AMERICA, N.A.

**\$60M ABL - DOCUMENTATION AGENT AND AN L/C ISSUER**

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PNC BANK NATIONAL ASSOCIATION

**\$60M ABL - JOINT LEAD ARRANGER AND JOINT BOOKRUNNER**

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MERRILL LYNCH, PIERCE, FENNER &amp; SMITH INCORPORATED

PNC CAPITAL MARKETS LLC

**\$60M ABL - LENDER**

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BANK OF AMERICA, N.A.

PNC BANK NATIONAL ASSOCIATION

SIEMENS FINANCIAL SERVICES, INC.

TEXAS CAPITAL BANK, NATIONAL ASSOCIATION

UBS AG, STAMFORD BRANCH

**\$60M ABL - SYNDICATION AGENT, JOINT LEAD ARRANGER, AND JOINT BOOKRUNNER**

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UBS SECURITIES LLC

**10.75% SENIOR SECURED NOTES DUE 2023 - BONDHOLDER**

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AMERICAN CENTURY COS INC

AMERICAN CENTURY INVESTMENT MANAGEMENT, INC.

ARBOUR LANE – TX, L.P.

ARGO GROUP US, INC

ASCRIBE CAPITAL, LLC

BANK OF NEW YORK MELLON CORP/THE

BAYERISCHE MOTOREN WERKE AG

BLACKROCK ADVISORS, LLC

BLUEMOUNTAIN CAPITAL MANAGEMENT LP

BVK- BEAMTENVERSICHERUNGSKASSE DES KANTONS ZURICH

CANYON CAPITAL ADVISORS, LLC

CITADEL ADVISORS, LLC

DUPONT CAPITAL MANAGEMENT CORPORATION

EXCHANGE TRADED CONCEPTS LLC

GLEDON CAPITAL MANAGEMENT, L.P.

GOLDMAN SACHS &amp; CO. LLC

GOVERNMENT PENSION INVESTMENT FUND

GUGGENHEIM PARTNERS INVESTMENT MANAGEMENT, LLC

INDUSTRIENS PENSIONSFORSIKRING A/S

INVESCO ADVISERS, INC.

JYSKE BANK A/S (ASSET MANAGEMENT)

LITTLEJOHN &amp; CO., LLC

MACKAY SHIELDS, LLC

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT, INC. (U.S.)

NORDEA BANK ABP

NORTH AMERICAN CO FOR LIFE AND HEALTH INSURANCE

NORTHERN TRUST CORP

NYKREDIT PORTEFØLJE ADMINISTRATION A/S

PENSIONS KASSE SBB

PINNACOL ASSURANCE

PROPHECY ASSET MANAGEMENT, L.P.

RBC CAPITAL MARKETS, LLC

STATE STREET CORP

UBS SECURITIES, LLC

VARDE MANAGEMENT, L.P.

WHITEBOX ADVISORS, LLC

**10.75% SENIOR SECURED NOTES DUE 2023 - TRUSTEE AND COLLATERAL AGENT**

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AS OF AUGUST 16, 2021

UMB BANK N.A.

**5 LARGEST SECURED CLAIMS**

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ASCRIBE III INVESTMENTS LLC

BANK OF AMERICA, N.A.

GOLDMAN SACHS & CO. LLC

PNC BANK NATIONAL ASSOCIATION

UBS SECURITIES, LLC

**AFFILIATIONS OF CURRENT OFFICERS AND DIRECTORS (OUTSIDE BOARDS THEY ARE MEMBERS)**

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BOART LONGYEAR

CALIFORNIA RESOURCES CORPORATION

FORBES ENERGY SERVICES LTD.

FUSE MEDIA

MAIN STREET CAPITAL CORP.

NEWMONT MINING

NUVERRA ENVIRONMENTAL SOLUTIONS INC.

PHILIPS PET FOOD & SUPPLIES

PLAYSIGHT INTERACTIVE, LTD.

SEITEL INC.

SM ENERGY

THL CREDIT, INC.

**AUTO & GENERAL LIABILITY LITIGATION PARTIES**

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ADEBANKE ADESUYI

ADRES ARTURO JIMENEZ

ADRIAN TINER

AMY DANSBY

ANDREW BLAKEMORE

ANTONIO DOTSON

ARLISA ANN CARR

BRUCE MARTIN

CHASTITY LIVINGSTON

CHOLLA PETROLEUM, INC.

CHRISTOPHER NOBLE

CRANWORKS RENTALS, LLC

DANIEL FLORES DIAZ

DENVER HARDWICK

DIMMIT COUNTY

DORA MONTEZ

DUSTIN ROBBINS

EDWARD HENDERSON

EDWARD SANDY

ENEDINA S. LOPEZ

ENRIQUEZ MONTEZ

ERICK RODRIGUEZ

ERNESTO RODRIGUEZ

FERNANDO ZARATE, JR.

FRANK PAYNE

FRONTRUNNER CAPITAL

GAYLEN SCHWARTZ

GERALD HENDRICKS

GILBERT MONSEVAIS

HALEE ROBBINS AND KENNYDEE ROBBINS

HEIDI ROBBINS

HUMBERTO G. MARTINEZ

AS OF AUGUST 16, 2021

JAIIME FRAIRE  
JANA TURNBOW  
JANE CRAFT  
JAVIER VARELA  
JERCARUIS BERRY  
JESUS AGUIRRE  
JESUS GAMBOA  
JOHNATHAM ALMANZA  
JORGE GUZMAN  
JORGE RODRIGUEZ-GUZMAN  
JOSE JIMENEZ  
JOSHUA FLORES  
JOSHUA JAMES LACKEY  
JUAN ACOSTA  
JUAN FRANCISCO HERNANDEZ  
JULIE THOMAS  
KAREN ARNDT  
KRISTIN SCHWARTZ  
KRYSTALL MORENO  
LAWRENCE BOYD  
LETHA BOYD  
LORI CUMMINGS  
LORI PAYNE  
MANUEL GARZA  
MANUEL GUZMAN  
MANUEL J. HERNANDEZ  
MARSHALL CRAFT  
MARTINA DE LIRA  
MELVA LUMMUS  
MICHAEL GLENN COFFMAN  
MIGUEL SILVA  
MTN ENERGY, INC.  
NATALIE GARCIA  
NATHAN FRASER  
PANSY M. SIMS  
PEDRO DE LA ROSA AND ANGELINA DE LA ROSA  
PETE AGUILAR  
PORFIRIO ROJAS, DBA FAMILY'S OILFIELD SERVICES  
POTE LUPERCIO  
PPC ENERGY, L.P.  
PRIEST PETROLEUM CORPORATION  
RAUDEL GALINDO  
RIGGIN HERNANDEZ  
ROBERT OLVERA  
ROBERT RANGEL  
ROSA BATES  
RUBEN RODRIGUEZ  
RUEN AGUILAR  
SAFARI PRODUCTION COMPANY, INC.  
SANDRA DRAKE  
SCOTT LIBERTY  
SNYDER THOMAS  
STEVEN SHAW  
STEVEN SUKE

AS OF AUGUST 16, 2021

TANOS EXPLORATION II, LLC  
THE ESTATE OF BONNIE MAHNKE  
THE ESTATE OF RODOLFO LOPEZ, JR.  
THOMAS OIL TOOLS, A DOMESTIC LIMITED LIABILITY COMPANY  
THUNDER BASIN  
TIMOTHY ESPERANZA  
TOMAS GARCIA  
TONJA OBERLE  
VICTOR MANUEL SANCHEZ  
WILLIAM ROBBINS  
WILLIE DIXON  
XAVIER SOLIS  
ZAZA ENERGY LLC

**BANKRUPTCY JUDGES**

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CHIEF JUDGE DAVID R. JONES  
JUDGE CHRISTOPHER M. LOPEZ  
JUDGE EDUARDO V. RODRIGUEZ  
JUDGE JEFFREY P. NORMAN  
JUDGE MARVIN ISGUR

**BANKRUPTCY STAFF**

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ALBERT ALONZO  
ANA CASTRO  
EDUARDO V. RODRIGUEZ  
JEANNIE ANDRESEN  
JEANNIE CHAVEZ  
KIMBERLY PICOTA  
LINHTHU DO  
MARIO RIOS  
ROSARIO SALDANA  
TRACEY CONRAD  
TYLER LAWS  
VRIANA PORTILLO

**BANKS**

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BANK OF AMERICA, NATIONAL ASSOCIATION  
JP MORGAN CHASE BANK, N.A.  
TEXAS CAPITAL BANK  
WILMINGTON TRUST, NATIONAL ASSOCIATION

**BENEFIT PROVIDERS/TPAS**

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ACI SPECIALTY BENEFITS  
ALLSTATE BENEFITS  
BLUECROSS BLUE SHIELD OF TEXAS  
DIGITAL RETIREMENT SOLUTIONS, INC.  
EXPRESS SCRIPTS INC.  
KAISER PERMANENTE  
LINCOLN FINANCIAL GROUP  
LINCOLN LIFE ASSURANCE COMPANY OF BOSTON  
LINCOLN NATIONAL CORPORATION  
MATRIX TRUST COMPANY  
MOTUS, LLC  
NATIONAL GUARDIAN LIFE INSURANCE COMPANY  
NFP EXECUTIVE BENEFITS  
TOKIO MARINE HCC

**CLERK OF THE COURT**

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AS OF AUGUST 16, 2021

DARLENE HANSEN  
DAVID J. BRADLEY  
NATHAN OCHSNER

**COLLECTION LITIGATION PARTIES**

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APOLLO PERFORATORS, INC.  
ATTITUDE COLLECTIONS, LLC  
BIG SIX TORQUE AND TEST, LLC  
BRAXTON SERVICES, INC.  
BRIDGESTONE HOSEPOWER, LLC  
BROKEN ARROW ELECTRIC SUPPLY, INC.  
BUCKEYE, INC.  
CINCH ENERGY SERVICES, LLC  
D & JD SERVICES, LTD.  
DIGBY CONSTRUCTION, LLC  
E.M. THARP INC., D/B/A GOLDEN STATE PETERBILT  
EAGLE CAPITAL CORPORATION  
EARTH ENERGY AND ENVIRONMENTAL SOLUTIONS, LLC  
ECONOMY MUD PRODUCTS CO. D/B/A ECONOMY POLYMERS  
ECONOMY MUD PRODUCTS COMPANY DBA ECONOMY POLYMERS  
EL GATO SWD, INC.  
ELECTRA LINK, INC.  
ELITE PIPE SERVICES & RENTAL, LLC  
EM THARP INC. D/B/A GOLDEN STATE PETERBILT  
FESCO, LTD.  
FORKLIFT ENTERPRISES, INC.  
FRANK'S TANKS & TRUCKING, LLC  
GRADY RENTALS, LLC  
GUY HILDER  
HAIGOOD & CAMPBELL, LLC  
HIGH ROLLER WELLS CENTER SWD NO. 1, LTD.  
HINOJOSA'S WELDING SERVICE, LLC  
JORDAN SPOOLING SERVICE, INC.  
KILGORE ENTERPRISES, INC. D/B/A LONE STAR SPECIALTY PRODUCTS  
L&C SAFETY, INC. D/B/A STANDARD SAFETY & SUPPLY  
LOTUS, LLC  
MARCO STEEL & ALUMINUM, INC.  
MERTZ MANUFACTURING, INC.  
MIDWEST HOSE & SPECIALTY, INC.  
MO-VAC SERVICE CO., INC.  
NEW DISTRIBUTING CO., INC.  
ODESSA PUMPS AND EQUIPMENT, INC.  
PAPE TRUCKS INC. D/B/A PAPE KENWORTH  
PETERBILT OF WYOMING  
PETROLEUM RECOVERY SYSTEMS, L.C.  
PRECISION PUMP & COMPRESSOR OF ODESSA, INC.  
QUINN COMPANY, INC.  
R.D. WALLACE OIL CO., INC. DBA PETRO PRODUCTS, CORP.  
RAFTER A SERVICES, LLC  
ROBERTS TRUCK CENTER OF TEXAS, LLC  
SERCK SERVICES, INC.  
SIMPLOT AB RETAIL, INC. D/B/A SIMPLOT GROWER SOLUTIONS  
SMART CHEMICAL SERVICES, LP  
SUNOCO, LLC



AS OF AUGUST 16, 2021

TBS INTERNATIONAL, INC.  
TEXAS EXPRESS FUNDING, LLC  
TONG SMITH LLC  
VIPER S.W.D, LLC  
WARREN POWER & MACHINERY, INC.  
WARRIOR SUPPLY, INC.  
WEATHERFORD, U.S. LP  
WOOLEY TOOL, INC.

**COMPETITORS**

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BRIGADE ENERGY SERVICES LLC  
KEY ENERGY SERVICES, INC.  
PIONEER ENERGY SERVICES CORP.  
RANGER ENERGY SERVICES, INC.  
SUPERIOR ENERGY SERVICES INC.

**CUSTOMERS**

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AERA ENERGY LLC  
ANADARKO PETROLEUM CORP  
APACHE CORPORATION  
BEDROCK PRODUCTION LLC  
BIRCH OPERATIONS INC  
BLACKBEARD OPERATING LLC  
BPX ENERGY  
CALIFORNIA RESOURCES CORPORATION  
CHEVRON TEXACO  
CIMAREX ENERGY CO  
COG OPERATING LLC  
COMSTOCK OIL & GAS LP  
CONOCOPHILLIPS COMPANY  
DENBURY RESOURCES INC  
DEVON ENERGY CORPORATION  
DIAMONDBACK E & P LLC  
E.O.G. RESOURCES INC  
EP ENERGY E&P COMPANY, L.P.  
FDL OPERATING LLC  
HESS CORPORATION  
HIGH PEAK ENERGY LP  
HYDRO RESOURCES -ROCKY MOUNTAIN  
INDIGO MINERALS LLC  
LEGACY RESERVES LP  
LIME ROCK RESOURCES  
MAGNUM PRODUCING LP  
MARATHON OIL COMPANY  
MCCLURE OIL & GAS  
MERIT ENERGY COMPANY  
NOBLE ENERGY INC  
OCCIDENTAL PETROLEUM CORPORATION  
OVINTIV USA INC.  
PARALLEL PETROLEUM LLC  
PIONEER NATURAL RESOURCES  
PRI OPERATING LLC  
R. LACY SERVICES LTD  
RAILROAD COMMISSION OF TEXAS  
RECOIL RESOURCES OPERATING INC

AS OF AUGUST 16, 2021

RING ENERGY INC  
SCOUT ENERGY MANAGEMENT  
SM ENERGY COMPANY  
SURGE OPERATING, LLC  
TEAL OPERATING  
TEP BARNETT USA LLC  
TRINITY OPERATING USG LLC  
TRIPLE CROWN RESOURCES LLC  
VIRTEX OPERATING COMPANY, INC  
WPX ENERGY INC  
XTO ENERGY INC  
ZARVONA ENERGY LLC

**DEBTORS (FILING ENTITIES)**

---

AGUA LIBRE ASSET CO LLC  
AGUA LIBRE HOLDCO LLC  
AGUA LIBRE MIDSTREAM LLC  
BASIC ENERGY SERVICES GP, LLC  
BASIC ENERGY SERVICES LP, LLC  
BASIC ENERGY SERVICES, INC.  
BASIC ENERGY SERVICES, L.P.  
BASIC ESA, INC.  
C&J WELL SERVICES, INC.  
INDIGO INJECTION #3, LLC  
KVS TRANSPORTATION, INC.  
SCH DISPOSAL, L.L.C.  
TAYLOR INDUSTRIES, LLC

**DEBTORS' BANKRUPTCY PROFESSIONALS (RETAINED)**

---

ALIXPARTNERS LLP  
DELOITTE TAX LLP  
KPMG LLP  
LAZARD FRERES & CO LLC  
PRIME CLERK LLC  
ROPES AND GRAY LLP  
WEIL, GOTSHAL & MANGES LLP

**DEBTORS' TRADE NAMES AND ALIASES (UP TO 8 YEARS) (A/K/A, F/K/A, D/B/A)**

---

ACID SERVICES, LLC  
ADMIRAL WELL SERVICE, INC.  
BASIC ENERGY RECEIVABLES, LLC  
BASIC ENERGY SERVICES DBA BASIC OIL & GAS WELL SERVICES  
BASIC MARINE SERVICES, INC.  
BER HOLDCO, LLC  
BES HOLDING CO.  
C&J ENERGY SERVICES  
C&J SPEC RENT SERVICES, INC.  
C&J WELL SERVICES, LLC  
CALIFORNIA PRODUCTION SERVICE, INC.  
FIRST ENERGY SERVICES COMPANY  
GLOBE WELL SERVICE, INC.  
HENNESEY RENTAL TOOLS, INC.  
JETSTAR ENERGY SERVICES, INC.  
JETSTAR HOLDINGS, INC.  
JS ACQUISITION LLC  
LEBUS OIL FIELD SERVICE CO.

AS OF AUGUST 16, 2021

MAVERICK COIL TUBING SERVICES, LLC  
MAVERICK SOLUTIONS, LLC  
MAVERICK STIMULATION COMPANY, LLC  
MAVERICK THRU-TUBING SERVICES, LLC  
MCM HOLDINGS, LLC  
MSM LEASING, LLC  
NABORS COMPLETION & PRODUCTION SERVICES CO.  
NABORS WELL SERVICES, LTD  
OILWELL FRACTURING SERVICES, INC.  
PERMIAN PLAZA, LLC  
PLATINUM PRESSURE SERVICES, INC.  
POOL COMPANY TEXAS LTD.  
POOL WELL SERVICES CO., POOL COMPANY, PCNV, INC.  
ROBERT B. DOE OILFIELD SERVICE INC.  
ROBOTA ENERGY EQUIPMENT, LLC  
ROLLING PLAINS WELL SERVICE, INC.  
SLEDGE DRILLING CORP.  
SUPERIOR WELL SERVICES, INC.  
TAYLOR RIG, LLC  
THE MAVERICK COMPANIES, LLC  
WILDHORSE SERVICES, INC.  
XTERRA FISHING & RENTAL TOOLS CO.

**DELAYED DRAW PROMISSORY NOTE (SECOND LIEN DEBT)**

---

ASCRIBE III INVESTMENTS LLC

**DIP LENDER**

---

BLUE TORCH FINANCE, LLC

**DIRECTORS (CURRENT)**

---

ALAN CARR  
JAMES D. KERN  
JOHN JACKSON  
JULIO QUINTANA  
KEITH L. SCHILLING  
LAWRENCE FIRST  
ROSS SOLOMON

**DIRECTORS (FORMER)**

---

ANTHONY DINELLO  
DEREK JEONG  
SAMUEL LANGFORD  
TIMOTHY DAY

**GUARANTORS**

---

AGUA LIBRE ASSET CO LLC  
AGUA LIBRE HOLDCO LLC  
AGUA LIBRE MIDSTREAM LLC  
BASIC ENERGY SERVICES GP, LLC  
BASIC ENERGY SERVICES LP, LLC  
BASIC ENERGY SERVICES, L.P.  
BASIC ESA, INC.  
C&J WELL SERVICES, INC.  
INDIGO INJECTION #3, LLC  
KVS TRANSPORTATION, INC.  
SCH DISPOSAL, L.L.C.  
TAYLOR INDUSTRIES, LLC

**INDEPENDENT CONTRACTORS**

---

AS OF AUGUST 16, 2021

KHA CONSULTING PC

**INSURANCE PROVIDERS**

---

ACE AMERICAN  
AEGIS  
AFCO CREDIT CORPORATION  
ALLIANZ GLOBAL CORPORATE & SPECIALTY  
ALLIED WORLD INSURANCE COMPANY (AWAC)  
AMERICAN ALTERNATIVE INSURANCE CORPORATION  
AMERICAN INSURANCE COMPANY (SOMPO INTERNATIONAL)  
ARCH INSURANCE GROUP INC  
ASCOT SPECIALTY INSURANCE COMPANY  
BEAZLEY INSURANCE COMPANY, INC. (BEAZLEY U.S.)  
BROADSPIRE SERVICES, INC  
CHUBB  
FLEET RESPONSE  
HELMSMAN MANAGEMENT SERVICES LLC  
HISCOX INSURANCE COMPANY INC. (HISCOX U.S.)  
HUDSON EXCESS INSURANCE COMPANY (CORVUS THROUGH CRC)  
INSURANCE CORPORATION (QBE U.S.)  
LEXON INSURANCE COMPANY  
LIBERTY MUTUAL INSURANCE COMPANY  
LLOYD'S SYNDICATES  
LOCKTON COMPANIES, LLC  
MARKEL 3000 SYNDICATE  
MCGRIFF, SIEBELS & WILLIAMS INC  
NATIONAL UNION FIRE INSURANCE CO.  
NEXTIER OILFIELD SOLUTIONS INC.  
OLIVER WYMAN ACTUARIAL CONSULTING, INC.  
PRICE FORBES & PARTNERS LTD  
RLI INSURANCE COMPANY  
SCOTTSDALE INDEMNITY COMPANY (NATIONWIDE)  
STARNET INSURANCE COMPANY  
THOMAS MILLER SPECIALTY  
TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA (TRAVELERS)  
U.S. SPECIALTY INSURANCE COMPANY  
WESTCHESTER FIRE INSURANCE COMPANY  
WESTERN SURETY COMPANY  
WHITE BEAR  
XL SPECIALTY INSURANCE COMPANY (XL U.S.)  
ZURICH AMERICAN INS CO

**LENDER PROFESSIONALS**

---

DAVIS POLK & WARDWELL LLP  
DUCERA PARTNERS LLP  
FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP  
FTI CONSULTING INC  
HAYNES AND BOONE LLP

**LETTER OF CREDIT ISSUERS AND BENEFICIARIES**

---

ACE AMERICAN INSURANCE COMPANY  
AMERICAN CONTRACTORS INDEMNITY  
BURNETT PLAZA LP  
LIBERTY MUTUAL INSURANCE COMPANY  
NATIONAL UNION FIRE INSURANCE CO.  
WEX BANK

AS OF AUGUST 16, 2021

**LITIGATION PARTIES COUNSEL**

---

ABRAHAM, WATKINS, NICHOLS, AGOSTO, AZIZ & STOGNER  
ABRAMSON LABOR GROUP  
ALEX R. HERNANDEZ, JR., PLLC  
ALLEN BRYSON, PLLC  
AMBLER LAW  
ANDREWS KURTH LLP  
ARNOLD & ITKIN, LLP  
BADDERS LAW FIRM, P.C.  
BAILEY & GALYEN  
BELL NUNNALLY & MARTIN LLP  
BERG INJURY ATTORNEYS  
BERGER & MONTAGUE, P.C.  
BERRY LAW FIRM AND MARTIN  
BLUMENTHAL NORDREHAUG BHOWMIK DE BLOUW  
BONDS ELLIS EPPICH SCHAFFER JONES LLP  
BORELLI & ASSOCIATES, PLLC  
BRADLEY  
BROCKETT & MCNEEL  
CAIN, CANTON & JAMES, P.C.  
CHAPMAN VALDEZ & LANSING  
CLANAHAN, BECK & BEAN, P.C.  
COTTON BLEDSOE TIGHE AND DAWSON, P.C.  
CROWLEY FLECK PLLP  
DAVIS LAW FIRM  
DAVIS W. SMITH, P.C.  
DEGAN BLANCHARD & NASH  
DEWITT PARUOLO & MEEK  
DEWITT, PARUOLO & MEEK  
DORÉ ROTHBERG MCKAY  
DOWNS & STANFORD, P.C.  
EBERSTEIN & WITHERITE, LLP  
ESPEY & ASSOCIATES. PC  
FEE SMITH SHARP & VITULO LLP  
FENTON FENTON SMITH RENEAU & MOON, P.C.  
FIELD, MANNING, STONE, HAWTHORNE & AYCOCK  
FIELDING, PLLC  
FRANK ENRIQUEZ  
FUICELLI & LEE, P.C.  
GABE GIWA & ASSOCIATES  
GABLE GOTWALS  
GAINES & GAINES  
GALLOWAY, JOHNSON, TOMPKINS, BURR & SMITH  
GAUNTT KOEN BINNEY & KIDD, LLP  
GLASHEEN, VALLES & INDERMAN, LLP  
GONZALEZ & ASSOCIATES, P.C.  
GORDON, ELIAS & SEELY, LLP  
GOUDARZI & YOUNG, LLP  
GRAY P. SCOGGINS LAW OFFICE  
GROVES LAW FIRM, LLC  
HALL ESTILL  
HALL LAW FIRM  
HALL MAINES LUGRIN, P.C.

AS OF AUGUST 16, 2021

HALLS EVANS LLC  
HARDIN & HUGHES, LLP  
HARRIS, FINLEY & BOGLE PC  
HARRY L. SIMON, P.C.  
HARTLINE DACUS BARGER DRYER, LLP  
HAYGOOD LAW FIRM  
HERRING LAW FIRM  
HIGH ROLLER GROUP, LLC  
HITE FANNING & HONEYMAN LLP  
HOLLAND & HART, LLP  
HORNE ROTA MOOS, LLP  
HUTCHISON AND STOY  
JACKSON WALKER LLP  
JAVAHERI & YODAI  
JOHNSON, TRENT & TAYLOR, LLP  
JONES GRANGER  
JOSEPH HOLLANDER & CRAFT LLC  
KAL LAW APC  
KELLY HART & HALLMAN  
KELLY, MORGAN, DENNIS, CORZINE & HANSEN, PC  
KETTERMAN ROWLAND & WESLUND  
KIRKLIN LAW FIRM  
KLITSAS & VERCHER, PC  
KNIGHT PC  
KRAFT AND HUNTER, LLP  
LAW OFFICE OF EUGENE LEE  
LAW OFFICE OF GREGORY A. ROSS  
LAW OFFICE OF JAMES R. BAUDHUIN  
LAW OFFICE OF KEITH MILLER  
LAW OFFICE OF PETER BLUE  
LAW OFFICE OF SHAWN PAUL SIMMONS, P.C.  
LAW OFFICE OF WILLIAM J. TINNING, P.C.  
LAW OFFICES OF GASTON & STRAIN  
LAW OFFICES OF JONATHAN M. MURPHY, PLLC  
LAW OFFICE OF JOEL M. VECCHIO  
LAWYERS FOR EMPLOYEE & CONSUMER RIGHTS  
LYNCH, CHAPPELL, ALSUP  
LYNN PINKER HURST & SCHWEGMANN, LLP  
MARING WILLIAMS LAW OFFICE  
MARTIN, DISIERE, JEFFERSON & WISDOM, LLP  
MATA-CORTES LAW FIRM, P.C.  
MCAFFEE & TAFT  
MCCATHERN LAW FIRM PLLC  
MCCOY LEAVITT LASKEY, LLC  
MCGEE, HANKLA & BACKES, P.C.  
MCGUIRE WOODS  
MILLER & BICKLEIN, P.C.  
NAMAN, HOWELL, SMITH AND LEE, PLLC  
NEWTON JONES & SPAETH  
NICHOLS KASTER, PLLP  
OGLETREE DEAKINS NASH SMOAK & STEWART, P.C.  
O'HARA LAW FIRM  
PATTERSON LAW GROUP  
PHELPS DUNBAR, LLP

AS OF AUGUST 16, 2021

PHILLIPS & GILCHRIST, LLP  
PIERCE COUCH HENDRICKSON BAYSINGER & GREEN LAW  
PLAVNICKY KINZEL MAKOWSKI LLP  
POOL LAW FIRM  
PRONSKE & KATHMAN, P.C.  
QUINTANA LAW FIRM  
RENA INJURY LAWYERS  
REY PEREZ & ASSOCIATES  
RINCON LAW GROUP  
ROBERT MCKAY, PC  
RODRIGUEZ & ASSOCIATES TRIAL LAWYERS  
RYMER, ECHOLS, SLAY & NELSON-ARCHER, P.C.  
SANFORD LAW FIRM PLLC  
SCHARFMAN LAW FIRM  
SCHERR LEGATE, PLLC  
SCHIFFER HICKS JOHNSON, PLLC  
SCOTT DOUGLASS & MCCONNICO LLP  
SHAFER, DAVIS, O'LEARY & STOKER, INC.  
SHAFER, DAVIS, O'LEARY & STOKER, P.C.  
SPOUSE SHRADER SMITH, PLLC  
STACY & BAKER, PC  
STEPHEN T. COLLINS ATTORNEY AT LAW  
STEWART MCKEEHAN ATTORNEY AT LAW, P.C.  
SUTLIFF & STOUT, PLLC  
TASKER PETERSON  
TEFTELLER LAW, PLLC  
THE CARLSON LAW FIRM  
THE CASSEL LAW FIRM, P.C.  
THE FOUTS LAW FIRM  
THE GALO LAW FIRM PC  
THE GARRIGA LAW FIRM, P.C.  
THE GUARDIOLA LAW FIRM  
THE JANAK LAW FIRM  
THE JANEK LAW FIRM  
THE LAW OFFICE OF TOMAS RAMIREZ, III  
THE LAW OFFICES OF MICHAEL MILLER  
THE LAW OFFICES OF THOMAS J. HENRY  
THE MCFARLIN FIRM  
THE MONSOUR LAW FIRM  
THE PARKS FIRM, LLC  
THE SILVA LAW GROUP, PLLC  
THE STUART FIRM  
THE YOUNG LAW FIRM, P.C.  
THOMPSON, COE, COUSINS & IRONS, LLP  
TODD, BARRON, THOMASON, HUDMAN & BEBOUT, PC  
TOSCANO LAW FIRM, P.C.  
TRUJILLO LAW FIRM, P.C.  
UNDERWOOD LAW FIRM, P.C.  
VITEK LANGE PLLC  
WALTERS, BALIDO & CRAIN, LLP  
WATTS GUERRA, LLP  
WEBB CASON  
WEBB, STOKES & SPARKS, LLP  
WELLS & CUELLER, P.C.

AS OF AUGUST 16, 2021

WESLEY GOULD WITH ROCHELLE MCCULLOUGH, LLP  
WILLIAM HOKE & ASSOCIATES, LLP  
WINDLE HOOD NORTON BRITTAIN & JAY, LLP  
WYATT LAW FIRM, LTD.  
WYDE & ASSOCIATES  
YOKA AND SMITH, LLP  
ZEBAS LAW FIRM, LLC  
ZEHL & ASSOCIATES, P.C.

**NON-DEBTOR AFFILIATES (ALL OTHER LEGAL ENTITIES, JVS, PARTNERSHIPS; 100% OR PARTIALLY)**

---

BASIC ENERGY SERVICES INTERNATIONAL, LLC  
ESA DE MEXICO S.A. DE C.V  
INDIGO INJECTION #3-1 LLC  
NORTH DAKOTA SWD WELL #1 LLC

**OFFICERS (CURRENT)**

---

ADAM L HURLEY  
BRANDON B MCGUIRE  
BRETT J TAYLOR  
ERIC W LANNEN  
JAMES F NEWMAN  
KEITH L SCHILLING  
MICHAEL S HENRY  
PEDRO R BUHIGAS  
ROBERT J REEB  
STIRLING J RENSHAW

**OFFICERS (FORMER)**

---

DAVID R SCHORLEMER  
DOUGLAS B ROGERS  
LANNY T POLDRACK  
RICHARD S WEGNER  
THOMAS M PATTERSON  
WILLIAM T DAME

**ORDINARY COURSE PROFESSIONALS (DEBTORS' NON-RETAINED)**

---

ALLEN BRYSON PLLC  
ALLIANCE ADVISORS LLC  
ALTAMIRA LLC  
ASSOCIATION REVENUE PARTNERS  
BAKER & HOSTETLER LLP  
BAKER BOTTS LLP  
BDO USA LLP  
CAHILL GORDON & REINDEL LLP  
CAPSTONE CONSULTING SVC INC  
COTTON BLEDSOE TIGHE & DAWSON PC  
CROWLEY FLECK  
DELOITTE & TOUCHE PRODUCTS CO LLC  
DELOITTE TRANSACTIONS & BUSINESS ANALYTICS LLP  
DOERNER SAUNDERS DANIEL & ANDERSON LLP  
DON RAY GEORGE & ASSOCIATES INC  
DORE ROTHBERG MCKAY, PC  
DUFF & PHELPS  
EMBARK CONSULTING LLC  
FEDRO & ASSOCIATES LP  
FREEMAN MILLS PC  
FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP



AS OF AUGUST 16, 2021

GIPSON HOFFMAN & PANCIONE  
GRANT THORNTON LLP  
HALL ESTILL HARDWICK GABLE GOLDEN & NELSON PC  
HARTZOG CONGER CASON LLP  
HMB LEGAL COUNSEL  
HOULIHAN LOKEY CAPITAL, INC.  
HUNTON ANDREWS KURTH LLP  
INVOKE TAX PARTNERS  
JACKSON WALKER LLP  
JOELE FRANK, WILKINSON BRIMMER KATCHER  
JONES LANG LASALLE BROKERAGE INC  
LITTLER MENDELSON PC  
MCGUIREWOODS LLP  
MERIT ADVISORS LLC  
MORGAN STANLEY DOMESTIC HOLDINGS INC  
OGLETREE, DEAKINS, NASH, SMOAK & STEWART P.C.  
OLIVER WYMAN  
PEARL MEYER & PARTNERS LLC  
POTTER ANDERSON & CORROON LLP  
PRICewaterhouseCOOPERS LLP  
RICHARDS LAYTON & FINGER, P.A.  
RIVERON CONSULTING LLC  
RYAN AND COMPANY  
RYAN, LLC  
SCHIFFER ODOM HICKS & JOHNSON PLLC  
SCOTT DOUGLASS & MCCONNICO LLP  
THE SPENCER THOMAS GROUP LLC  
THOMAS, SOILEAU, JACKSON, BAKER & COLE  
THOMPSON & KNIGHT LLP  
UMB BANK, N.A.  
VITEK LANGE PLLC  
WEAVER AND TIDWELL, L.L.P.  
WHITLEY PENN LLP

**OTHER GOVERNMENTAL, ENVIRONMENTAL & REGULATORY AUTHORITIES/AGENCIES (E.G., EPA, FTC, SEC, SIP, OSHA ETC.)**

---

RAILROAD COMMISSION OF TEXAS  
STATE OF TEXAS, COMPTROLLER OF PUBLIC ACCOUNTS  
TEXAS, OFFICE OF THE ATTORNEY GENERAL  
TEXAS, SECRETARY OF STATE  
THE ELECTRIC RELIABILITY COUNCIL OF TEXAS (ERCOT)  
THE PUBLIC UTILITY COMMISSION OF TEXAS  
THE UNITED STATE DEPARTMENT OF AGRICULTURE, RURAL UTILITIES SERVICE ("RUS")  
UNITED STATES, DEPARTMENT OF JUSTICE  
UNITED STATES, DEPARTMENT OF LABOR, OCCUPATIONAL SAFETY & HEALTH ADMINISTRATION  
UNITED STATES, ENVIRONMENTAL PROTECTION AGENCY  
UNITED STATES, FEDERAL TRADE COMMISSION  
UNITED STATES, INTERNAL REVENUE DEPARTMENT  
UNITED STATES, PATENT & TRADEMARK OFFICES  
UNITED STATES, SECURITIES AND EXCHANGE COMMISSION

**OTHER LIENHOLDERS (COUNSEL / LIEN SEARCHES)**

---

AIR LIQUIDE INDUSTRIAL U.S. LP  
ASCRIBE III INVESTMENTS LLC  
AUDUBON MATERIALS LLC (DBA) CENTRAL PLAINS CEMENT COMPANY  
BANC OF AMERICA LEASING & CAPITAL, LLC

AS OF AUGUST 16, 2021

BANK OF AMERICA, N.A.  
 BARCLAYS BANK PLC  
 BASIC ENERGY RECEIVABLES, LLC  
 BRIDGE CAPITAL LEASING, INC.  
 BRIDGE FUNDING GROUP, INC.  
 BUZZI UNICEM USA  
 CORTLAND CAPITAL MARKET SERVICES LLC  
 DEFIANCE ENERGY SERVICES, L.L.C.  
 DELL FINANCIAL SERVICES L.L.C.  
 DELL FINANCIAL SERVICES, L.P.  
 FESCO, LTD.  
 FIFTH THIRD BANK  
 FIFTH THIRD EQUIPMENT FINANCE COMPANY  
 HOMERO OSCAR QUINTANILLA  
 HYG FINANCIAL SERVICES, INC.  
 IKON FINANCIAL SVCS  
 JPMORGAN CHASE BANK, N.A.  
 LONE STAR INDUSTRIES, INC.  
 MAGID GLOVE AND SAFETY MFG. CO. LLC  
 MELVA LUMMUS  
 NMHG FINANCIAL SERVICES, INC.  
 ONSET FINANCIAL, INC.  
 PEOPLE'S CAPITAL AND LEASING CORP.  
 PNC BANK, NATIONAL ASSOCIATION  
 SHOPPAS MATERIAL HANDLING, LTD.  
 TEXAS CAPITAL BANK, N.A.  
 TOYOTA MOTOR CREDIT CORPORATION  
 U.S. BANK NATIONAL ASSOCIATION  
 UBS AG, STAMFORD BRANCH  
 UMB BANK, N.A.  
 WEST HILLS OIL

**PAYROLL PROCESSORS**


---

AUTOMATIC DATA PROCESSING INC  
 WORKDAY INC

**PENSION AUTHORITIES (PBGC)**


---

PENSION BENEFIT GUARANTEE CORPORATION

**REAL ESTATE LESSORS**


---

1227 LTD  
 19431 SANTA FE, LLC  
 2200 CITY PLACE, LLC  
 695 CHERRY AVE, LLC  
 ABL, LLC  
 ACTON MOBILE INDUSTRIES  
 AERA ENERGY, LLC  
 AHC RANCH FAMILY LIMITED PARTNERSHIP  
 ALLEY INDUSTRIES  
 ALLEY JUMA  
 AMERICAN STATE BANK  
 AMY LOU SCHAPER  
 ANYTIME HYDROEXCAVATION, INC.  
 ARDIS AFSETH  
 ARTHUR W. WIGHT, ET. ALL  
 ASBESTOS REMOVAL, INC.

AS OF AUGUST 16, 2021

B & D STORAGE, LP  
B & S EQUIPMENT, LTD  
B.G.H. INVESTMENTS, INC  
B/CS LEASING, LLC  
BAWKEL INC.  
BEASLEY FAMILY MARITAL TRUST  
BEHRINGER HARVARD BURNETT PLAZA LP  
BERTHA BARROW S  
BILLY P. PRESSWOOD & JOANNA S.  
BILLY SCRIBNER WELDING, INC.  
BLACK IRREVOCABLE TRUST  
BOARD OF REGENTS OF THE UNIVERSITY OF TEXAS SYSTEM  
BOBBYE YATER  
BONNIE AND BUD MAHNKE  
BOONE LAGRANGE  
BOSQUE DISPOSAL SYSTEMS, LLC  
BRIAN AND NANCY RICE & JEROME AND ARDIS RICE  
BROOKWOOD STONE OAK INVESTORS, LLC  
BYRON MICHAEL BURRIS  
CAMERON COMMERCIAL & IND PROPERTIES  
CAROL ALEX AFSETH  
CAROL MEEK  
CATARINO RICO  
CHAP OPERATING, INC  
CHARLES C. FINLEY FAMILY TRUST & DOROTHY MAE FINLEY  
CHARLES T HALL  
CHEVRON U.S.A. INC  
CIRCLE M RANCH  
CIRCLE R PROPERTIES, LLC  
CITY OF ARTESIA, NEW MEXICO  
CLIFFTON J DAVIS  
CO LINDA DEKAM  
COMMERCE CENTER SOUTH DEVELOPMENT, LC  
CORPORATE HOUSING ASSOCIATES  
CRAZY HORSE LLC  
DALE D. WITHERS TRUST  
DALE DAVIS  
D-A-M SERVICES INC  
DANIEL AFSETH  
DANIEL, MARY ANN, AND EDITH ANN JOYCE  
DANNY, MIMI, CLINTON, AND DOUGLAS CAIN  
DAVID FERRY  
DAVID GONZALEZ  
DAVID M. PETERSON, ET. AL  
DELHI PARTNERS, LTD.  
DENNIS AFSETH  
DEPT OF THE INTERIOR - BUREAU OF LAND MANAGEMENT  
DIANE K MCLEMORE  
DOUD LAND COMPANY, LLC  
DOYLE CHANDLER  
DR. ROBERT L. ALLDAY, ET. AL  
DREW BULLARD & TOM BULLARD  
DURANGO ENTERPRISES LLC  
DUTTONS AND TAYLOR PROPERTIES, LLC

AS OF AUGUST 16, 2021

EARL D. AND BARBARA J. DICKENSON  
EDGAR & JOYCE FELDER  
ELAINE CONGER GIST  
ESTATE OF JAMES MICHAEL MERRILL, DECEASED C/O MELINDA SHORT, INDEPENDENT EXECUTRIX  
EUGENE G & MARILEE JOST  
FNR-CONNOR  
FRANCIS SEYMOUR AND MONTY SEYMOUR  
FRANK AND GLENDA LONG  
G&G TONG RENTAL, INC.  
GEORGE ROARK  
GRIMES LAND CO  
GUITAR RANCHES, LP  
GWENETTA MORGAN  
H & R HOLDINGS, LLC  
HAMAD JUMA, JR.  
HAMAD JUMA, SR.  
HENRY E. MCDONALD  
HERBERT L., LARRY M., & VIRGINIA WILLIAMS  
HOLIDAY TRAV-L-PARK  
HOLZER PATEL DRENNAN PC  
HOWELL RANCH & FARMS  
HYMARK HOLDINGS LLC  
I-76 FRONT, LLC  
IRMA CERVANTES & PATSY MELENDEZ  
IRMA V MCGILVRAY  
IRON GUARD HOUSING, LLC  
JAMES A DAVIS  
JAMES M. LONGPINE  
JAMES R. AND REA STROCK  
JANE LEW HOLDINGS, LLC.  
JANELLE JONES, WILLIE V. MARTIN, KELLY JOE GASKINS (LMG FAMILY TRUST)  
JEANETTE SNOW  
JEFFREY WEATHERBY  
JERRY IDEN  
JERRY WAYNE AND LAVONDA CAVE  
JIMMY RANDELL SHERROD  
JLH LAND INVESTMENTS CORPORATION  
JOE PAUL BEALL  
JOHN B. WALTON JR  
JOHN DRAPER BRANTLEY & GEORGE BRANTLEY  
KDR RENTALS  
KENDALLCO, LLC  
KTS 4 PROPERTIES  
LARRY SHEERIN  
LAUGER FAMILY ENTERPRISES  
LITTLEPAGE REAL ESTATE, LP  
LLANO COUNTY  
LONGVIEW STORAGE  
MARION-POGUE PROPERTIES LLC  
MARK GREENHAW  
MASTAN INVESTMENTS  
MELFORD & MARGARET SCOTT  
MICHAEL AND CINDY BURRIS FAMILY PARTNERSHIP  
MICKEY O. TAYLOR

AS OF AUGUST 16, 2021

MODSPACE  
MODULAR HOUSING SOLUTIONS, LLC  
MONOMOY PROPERTIES 2  
MONOMOY PROPERTIES 3  
MOODY AND GEORGAN CONNER  
MORRIS AND BETTY ANN RUSHING, & PEGGY JO TESTA  
MURIEL ROARK GIDDENS, ET. ALL.  
NEVA & LEE CAMPBELL AND HELEN MCASHAN  
NEW MEXICO COMMISSIONER OF PUBLIC LANDS  
NINO POBRE LIMITED PARTNERSHIP  
NORMAN-CONNOR  
ODD PROPERTIES, LLC  
OLETA COCKRELL  
ONE PETROLEUM CENTER, LLC  
OSCAR B. WILLIAMS JR  
P.T. DISPOSAL LLC  
PACE BOGLE PROPERTIES, LLC  
PARK OAKS, LTD.  
PAST PROPERTIES, LLC  
PECOS INDUSTRIAL PARK, LLC  
PFM GREENWOOD II, LLC  
QUAIL RANCH LLC  
RE POOL I, LLC  
RED SANDS SPRINGS, LLC  
REXFORD INDUSTRIAL  
RICHARD GRIFFITH, DBA GRIFFITH STEEL  
RICK CORTEZ  
ROAN MT. HOLDING, LLC  
ROBERT AND CAROLYN MOODY  
ROBERT N. JOHNSTON  
ROBERT W. BEAMAN  
ROBERT W. GILLEAN, JUDY BLAIR, JEANIE MOORE, GAYLAN COBB, LEX GILLEAN, AND WILLIAM OTHO GILLEAN, JR.  
RONALD CROCKETT  
ROSEDALE LANE PROPERTIES, LLC  
ROUGH RIDER HOUSING, LLC  
RR&S ENTERPRISES LLC  
SAMMY JUMA  
SANDRA FALCON  
SATELLITE SHELTERS, INC.  
SHARON JEAN, LLC  
SHREVES MINTON, JR & JEANETTE MINTON  
SOS CRANE & TRUCKING  
STATE OF NM COMMISSIONER  
STEPHANIE L. SCHROEDER, MARIANNE SCHROEDER, KATHY E. DOVE  
STEPHEN MARCUS HENDERSON & MARY MAGDELENE HENDERSON  
SUMMIT & PLAZA II HOLDINGS, LP  
SUSAN J BIRDWELL  
SUSANNE WRIGHT VOLLMER  
T BRAND, LLC  
TEXAS PACIFIC LAND TRUST  
THE UNIVERSITY OF TEXAS SYSTEM BOARD OF REGENTS  
THE WHALEY FAMILY TRUST  
THURMAN T. AND LORENE CARTER  
TONY & TANYA LYON

AS OF AUGUST 16, 2021

TRANS PACIFIC PROPERTIES, LLC  
UNA DEVELOPMENT, LLC  
WESTPOINTE MEDICAL CENTER, LLC  
WFM RANCH  
WILLIAM LEE STRAUSS, ET. ALL  
WILLIAMS SCOTSMAN  
WILLIAMS SCOTSMAN INC (CASPER)  
WILSON FAMILY BYPASS TRUST  
ZINA JUMA

**REGULATORY AND GOVERNMENT (FEDERAL, STATE, AND LOCAL)**

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ALABAMA SECRETARY OF STATE  
ARKANSAS SECRETARY OF STATE  
ATTORNEY GENERAL – ARKANSAS (LESLIE RUTLEDGE)  
ATTORNEY GENERAL – CALIFORNIA (MATT RODRIGUEZ)  
ATTORNEY GENERAL – COLORADO (PHIL WEISER)  
ATTORNEY GENERAL - DELAWARE (KATHY JENNINGS)  
ATTORNEY GENERAL – ILLINOIS (KWAME RAOUL)  
ATTORNEY GENERAL – KANSAS (DEREK SCHMIDT)  
ATTORNEY GENERAL – LOUISIANA (JEFF LANDRY)  
ATTORNEY GENERAL – MONTANA (AUSTIN KNUDSEN)  
ATTORNEY GENERAL – NEBRASKA (DOUG PETERSON)  
ATTORNEY GENERAL - NEW MEXICO (HECTOR BALDERAS)  
ATTORNEY GENERAL - NORTH DAKOTA (WAYNE STENEHJEM)  
ATTORNEY GENERAL – OKLAHOMA (MIKE HUNTER)  
ATTORNEY GENERAL - SOUTH DAKOTA (JASON RAVNSBORG)  
ATTORNEY GENERAL – TEXAS (KEN PAXTON)  
ATTORNEY GENERAL – UTAH (SEAN D. REYES)  
ATTORNEY GENERAL – WYOMING (BRIDGET HILL)  
COLORADO SECRETARY OF STATE  
CONNECTICUT SECRETARY OF STATE  
DELAWARE SECRETARY OF STATE  
DISTRICT OF COLUMBIA SECRETARY OF STATE  
FLORIDA SECRETARY OF STATE  
GEORGIA SECRETARY OF STATE  
HAWAII SECRETARY OF STATE  
IDAHO SECRETARY OF STATE  
ILLINOIS SECRETARY OF STATE  
INDIANA SECRETARY OF STATE  
IOWA SECRETARY OF STATE  
KANSAS SECRETARY OF STATE  
KENTUCKY SECRETARY OF STATE  
LOUISIANA SECRETARY OF STATE  
MAINE SECRETARY OF STATE  
MARYLAND SECRETARY OF STATE  
MASSACHUSETTS SECRETARY OF STATE  
MICHIGAN SECRETARY OF STATE  
MINNESOTA SECRETARY OF STATE  
MISSISSIPPI SECRETARY OF STATE  
MISSOURI SECRETARY OF STATE  
MONTANA SECRETARY OF STATE  
NEBRASKA SECRETARY OF STATE  
NEVADA SECRETARY OF STATE  
NEW HAMPSHIRE SECRETARY OF STATE

AS OF AUGUST 16, 2021

NEW JERSEY SECRETARY OF STATE  
NEW MEXICO SECRETARY OF STATE  
NEW YORK SECRETARY OF STATE  
NORTH CAROLINA SECRETARY OF STATE  
NORTH DAKOTA SECRETARY OF STATE  
OHIO SECRETARY OF STATE  
OKLAHOMA SECRETARY OF STATE  
OREGON SECRETARY OF STATE  
PENNSYLVANIA SECRETARY OF STATE  
RHODE ISLAND SECRETARY OF STATE  
SOUTH CAROLINA SECRETARY OF STATE  
SOUTH DAKOTA SECRETARY OF STATE  
TENNESSEE SECRETARY OF STATE  
UTAH SECRETARY OF STATE  
VERMONT SECRETARY OF STATE  
VIRGINIA SECRETARY OF STATE  
WASHINGTON SECRETARY OF STATE  
WEST VIRGINIA SECRETARY OF STATE  
WISCONSIN SECRETARY OF STATE  
WYOMING SECRETARY OF STATE

**SENIOR SECURED PROMISSORY NOTE - LENDER**

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ASCRIBE III INVESTMENTS LLC

**SHAREHOLDERS (LARGEST AND ALL >=5%)**

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ASCRIBE III INVESTMENTS LLC

**SUPER PRIORITY CREDIT AGREEMENT - ADMINISTRATIVE AGENT**

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CANTOR FITZGERALD SECURITIES

**SUPER PRIORITY CREDIT AGREEMENT - LENDER**

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ARBOUR LANE – TX, L.P.  
ASCRIBE III INVESTMENTS, LLC  
BROAD STREET CREDIT HOLDINGS LLC  
CANTOR FITZGERALD SECURITIES  
GUGGENHEIM CREDIT INCOME FUND  
MAVERICK ENTERPRISES, INC  
PANDORA SELECT PARTNERS, LP  
PRIVATE DEBT INVESTORS FEEDER, LLC  
WHITEBOX CREDIT PARTNERS, LP  
WHITEBOX GT FUND, LP  
WHITEBOX MULTI-STRATEGY PARTNERS, LP  
WHITEBOX RELATIVE VALUE PARTNERS, LP

**SUPPLIERS AND VENDORS**

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3-D ENVIRONMENTAL LLC  
ACCONTEMPS  
ACE AMERICAN INSURANCE CO  
ACE PARKING MANAGEMENT INC  
AFCO  
AIRGAS USA LLC  
ALLEN BRYSON PLLC  
ALLSTATE BENEFITS  
AMALTO TECHNOLOGIES CORPORATION  
AMERICAN COMPRESSION TECHNOLOGY  
AMERIPRIDE SERVICES  
ANYTIME HYDROEXCAVATION INC  
APM CONTRACTOR SERVICES LLC

AS OF AUGUST 16, 2021

ARAMARK  
ASCRIBE CAPITAL LLC  
AT&T  
AUTOMOTIVE RENTALS, INC.  
BEST ENERGY SOLUTIONS & TECH CORP  
BLUECROSS BLUESHIELD OF TX  
BRIDGESTONE AMERICAS  
BRISTOL GLOBAL MOBILITY  
BRUCKNER TRUCK SALES  
BRUIN GROUP LLC  
BURNETT PLAZA LP  
BUZZI UNICEM USA, INC  
BYRON MICHAEL BURRIS  
C L THOMAS HOLDINGS LLC  
C.W. INDUSTRIES INC  
CAHILL GORDON & REINDEL LLP  
CALIFORNIA DEPT TAX & FEE ADMINIST  
CALIFORNIA STATE DISBURSEMENT UNIT  
CALPORTLAND CO  
CALVARY TOOL COMPANY, LLC  
CATALYST OILFIELD SERVICES  
CENTRAL CALIFORNIA POWER  
CERTEX USA INC  
CHEMPLEX SOLVAY GROUP  
CHEVRON PRODUCTS  
CINTAS  
CISCO LOGISTICS  
COLORADO DEPARTMENT OF REVENUE  
COLORADO TRANSPORT LLC  
COMPUTEX INC  
CONTINENTAL TIRE THE AMERICAS LLC  
COOKE COUNTY APPRAISAL DISTRICT  
COOPERS PETROLEUM & PROPANE  
COUNTRY TIRE & WHEEL  
CRANWORKS RENTALS LLC  
CREATIVE FINANCIAL STAFFING LLC  
CROIX ENERGY TECHNOLOGIES LLC  
CTOS RENTALS LLC  
DIGITAL RETIREMENT SOLUTIONS, INC  
DIGITAL RETIREMENT SOLUTIONS, INC.  
DOCUSIGN INC  
DOWNHOLE CHEMICAL SOLUTIONS LLC  
DRAGON RIG SALES & SERVICE  
DUBAR DRILLING FLUIDS LLC  
EAST TEXAS MACK SALES LLC  
ECONOMY POLYMERS & CHEMICALS  
ED BIRKMEIER WELL DRILLING LTD  
ENERGY PRODUCTS INC  
EXPRESS SCRIPTS INC  
FLEETPRIDE  
FORREST TIRE CO  
FRENCH ELLISON TRUCK CENTER  
FRIO COUNTY TAX ASSESSOR COLLECTOR  
GARDNER DENVER PETROLEUM



AS OF AUGUST 16, 2021

GCC DACOTAH INC  
GCC PERMIAN LLC  
GLOBAL TUBING LLC  
GUITAR RANCHES LP  
HCC LIFE INSURANCE COMPANY  
HCL GLOBAL SYSTEMS INC  
HELMSMAN MANAGEMENT SVC INC  
HILL COUNTRY STAFFING CO LLC  
HILL'S SPECIALTY COMPANY INC  
HITACHI VANTARA  
HORIZON CABLE  
HOWARD SUPPLY COMPANY  
INDIANA TUBE CORPORATION  
INDUSTRIAL OILS INC  
INTEGRITY BIO-CHEM  
INTERNAL REVENUE SERVICE  
IPFS CORPORATION  
IT RESONANCE INC  
JACKSON WALKER LLP  
JAMES DOUGLAS KERN  
JOHN EARL JACKSON  
JULIO M QUINTANA  
KAISER FOUNDATION HEALTH PLAN  
KARNES ELECTRIC COOPERATIVE  
KERR PUMPS  
KEY ENERGY SERVICES  
KINDNESS PROPERTIES LLC  
KNIGHTS PUMPING & PORTABLE SVC INC  
KORN FERRY  
KP SQUARED LLC  
LASALLE OIL COMPANY  
LIBERTY MUTUAL INSURANCE GROUP  
LINCOLN FINANCIAL GROUP  
LIQUIDFRAMEWORKS INC  
LITTON TRANSPORTATION LLC  
LL INDUSTRIAL TRANSMISSIONS INC  
LOCKTON COMPANIES LLC  
LOUISIANA DEPT OF REVENUE  
M.G. BRYAN EQUIPMENT COMPANY  
MARKCO MACHINE WORKS, INC.  
MARTIN MARIETTA MATERIALS  
MCGRIFF, SIEBELS & WILLIAMS INC  
MERIT ADVISORS LLC  
MESA NATURAL GAS SOLUTIONS  
METROPOLITAN TELECOMMUNICATIONS  
MIDLAND CENTRAL APPRAISAL DISTRICT  
MIDWEST RAILCAR CORPORATION  
MIX TELEMATICS NORTH AMERICA INC  
MONOMOY PROPERTIES GILLETTE WY2 LLC  
MOODY'S INVESTORS SERVICE  
MORGAN COUNTY CLERK/RECORDER  
MORGAN STANLEY DOMESTIC HLDINGS INC  
MOTUS LLC  
MOUNTRAIL-WILLIAMS ELECTRIC

AS OF AUGUST 16, 2021

NATIONAL DRUG SCREENING  
NATIONAL OILWELL VARCO  
NEXTIER COMPLETION SOLUTIONS  
NEXUS ENERGY TECHNOLOGIES INC  
NGLIC  
NINO POBRE LIMITED PARTNERSHIP  
NM TAXATION & REVENUE DEPT  
ONSET FINANCIAL INC  
O'ROURKE PETROLEUM  
P.T. DISPOSAL LLC  
PACIFIC GAS & ELECTRIC  
PASON SYSTEMS USA CORP  
PEOPLENET COMMUNICATIONS CORP  
PERRY ZIFF  
PETRO GUARDIAN LLC  
PILOT WATER SOLUTIONS PERMIAN LLC  
PINE ISLAND CHEMICAL SOLUTIONS LLC  
PREMIER EQUIPMENT RENTALS INC  
PRO TOOL SVC INC  
PROFESSIONAL ALTERNATIVES  
QUALITY TONG SERVICE  
RAFTER A SERVICES LLC  
RAY FILOTEOS WELDING SERV  
REAGENT CHEMICAL & RESEARCH, INC.  
REPFORCE LLC  
REPUBLIC SERVICES  
RETURN DISPOSAL  
RHINO WATER MANAGEMENT SYSTEMS LLC  
RICOH USA INC  
RIMINI STREET INC  
ROBERT HALF FINANCE & ACCOUNTING  
ROCK TOOL COMPANY  
ROUGH RIDER HOUSING LLC  
RUSH TRUCK CENTER  
S&P GLOBAL RATINGS  
SAMUEL TORRESDEY  
SAND TECHNOLOGIES  
SAVE ON SERVICE SOS LLC  
SCHLEDEWITZ TRUCKING LLC  
SCHWEBEL PETROLEUM CO INC  
SIMONS PETROLEUM, LLC  
SITEPRO  
SITTON ENTERPRISES LLC  
SOUTHWESTERN ELECTRIC POWER  
STABILIS ENERGY  
STAND-BY PERSONNEL  
STOTLER COMPANY  
STRYKER SVC  
SUMMIT ESP LLC  
SUN COAST MATERIALS LLC  
SUN LIFE ASSURANCE CO OF CANADA  
SUNDANCE SERVICES, INC.  
SUPERIOR OPTIMIZATION LTD  
TALL CITY BRINE

AS OF AUGUST 16, 2021

TALON LPE LTD  
TARRANT COUNTY TAX ASSESSOR COLLECTOR, TX  
TEK SYSTEMS INC  
TEXAS LEHIGH CEMENT COMPANY  
TEXAS PETROLEUM PRODUCTS INC  
THE PAINT & SAFETY STORE  
THOMPSON & KNIGHT LLP  
TLR WELL SERVICES INC  
TOWNSEND WELL CONTROL  
TX STATE COMPTROLLER  
U.S. SILICA COMPANY  
UNIFIRST  
UNITED ENGINES, LLC  
UNITED RENTALS  
VELVIN OIL COMPANY INC  
VERIZON WIRELESS  
VISTA PROPPANTS & LOGISTICS  
WARREN CAT  
WASTE MANAGEMENT ENERGY SERVICES  
WEATHERFORD INTERNATIONAL  
WINDSTREAM  
WORKDAY INC  
WORKIVA  
WRIGHT EXPRESS  
WTG FUELS  
XCEL ENERGY  
XTO ENERGY  
YOKOHAMA TIRE CORPORATION

**SURETY BONDS**

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ARKANSAS STATE HIGHWAY AND TRANSPORTATION DEPARTMENT  
CALIFORNIA REGIONAL ADMINISTRATOR AND STATE WATER RESOURCES CONTROL BOARD  
CITY OF GILLETTE, WY  
COMMONWEALTH OF PENNSYLVANIA - DEPARTMENT OF TRANSPORTATION  
IMPERIAL IRRIGATION DISTRICT, CA  
INDUSTRIAL COMMISSION OF NORTH DAKOTA, OIL AND GAS DIVISION  
LOUISIANA DEPARTMENT OF TRANSPORTATION AND DEVELOPMENT  
MISSISSIPPI DEPARTMENT OF REVENUE  
NEW MEXICO COMMISSIONER OF PUBLIC LANDS  
NEW MEXICO OIL CONSERVATION DIVISION  
NEW MEXICO STATE LAND OFFICE  
NEW MEXICO STATE LAND OFFICE, OIL, GAS AND MINERALS DIVISION  
OKLAHOMA CORPORATION COMMISSION, OIL AND GAS CONSERVATION DIVISION  
OKLAHOMA TAX COMMISSION  
PENNSYLVANIA TURNPIKE COMMISSION  
RAILROAD COMMISSION OF TEXAS  
RUSK COUNTY, TX  
STATE OF ARKANSAS, OIL & GAS COMMISSION  
STATE OF CALIFORNIA  
STATE OF CALIFORNIA, CONTRACTORS STATE BOARD  
STATE OF CALIFORNIA, CONTRACTORS STATE LICENSE BOARD  
STATE OF CALIFORNIA, DEPARTMENT OF MOTOR VEHICLES  
STATE OF LOUISIANA, DEPARTMENT OF NATURAL RESOURCES  
STATE OF NEVADA

AS OF AUGUST 16, 2021

STATE OF NEW MEXICO, OIL CONSERVATION DIVISION  
 STATE OF OKLAHOMA TAXPAYER ASSISTANCE DIVISION  
 STATE OF OKLAHOMA, TAXPAYER ASSISTANCE DIV. - OK TAX COMMISSION  
 STATE OF TEXAS, COMPTROLLER OF PUBLIC ACCOUNTS  
 STATE OF TEXAS, RAIL ROAD COMMISSION OF TEXAS  
 STATE OF WYOMING OFFICE OF STATE LANDS AND INVESTMENTS  
 STATE OF WYOMING, DEPARTMENT OF ENVIRONMENTAL QUALITY  
 TEXAS DEPARTMENT OF MOTOR VEHICLES TITLES AND REGISTRATION DIVISION  
 TEXAS DEPARTMENT OF TRANSPORTATION  
 U.S. CUSTOMS AND BORDER PROTECTION, DC  
 UINTA DEVELOPMENT, TX  
 UNITED STATES DEPARTMENT OF THE INTERIOR, BUREAU OF LAND MANAGEMENT, WY

**TAX PERMITTING CONSULTANT (NON-OCP)**


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POWERS ENERGY CONSULTING, LLC

**TAXING AUTHORITIES (FEDERAL, STATE AND LOCAL)**


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ACADIA PARISH SCHOOL BOARD, LA  
 ALABAMA DEPARTMENT OF REVENUE, AL  
 ALDINE ISD - TAX OFFICE, TX  
 ALIEF ISD TAX OFFICE, TX  
 ANDERSON COUNTY TAX OFFICE, TX  
 ANDREWS COUNTY TAX OFFICE, TX  
 ANDREWS ISD TAX ASSESSOR COLLECTOR, TX  
 ANDREWS ISD TAX OFFICE, TX  
 ARAPAHOE COUNTY TREASURER, CO  
 ARKANSAS DEPT. OF FINANCE & ADMINISTRATION, AR  
 ARKANSAS OIL AND GAS COMMISSION, AR  
 ASCENSION PARISH SALES TAX AUTHORITY, LA  
 ASSUMPTION PARISH , LA  
 ATASCOSA COUNTY TAX OFFICE, TX  
 AVOYELLES PARISH SALES & USE, LA  
 BEAUREGARD PARISH SHERIFF OFFICE, LA  
 BECHAM COUNTY TREASURER, OK  
 BELLAIRE INCOME TAX DEPARTMENT, OH  
 BEXAR COUNTY TAX , TX  
 BIENVILLE PARISH, LA  
 BOROUGH OF WAYNESBURG, PA  
 BOSSIER CITY PARISH, LA  
 BRAZOS COUNTY, TX  
 CADDO SHREVEPORT, LA  
 CALCASIEU PARISH, LA  
 CALIFORNIA BOARD OF EQUALIZATION, CA  
 CALIFORNIA DEPT OF MOTOR VEHICLES, CA  
 CALIFORNIA DEPT OF TAX & FEE ADMINISTRATION, CA  
 CALIFORNIA FRANCHISE TAX BOARD, CA  
 CALIFORNIA STATE DISBURSEMENT UNIT, CA  
 CALLAHAN COUNTY TAX OFFICE, TX  
 CAMPBELL COUNTY TREASURER, WY  
 CANADIAN COUNTY TREASURER, OK  
 CARBON COUNTY TREASURER, WY  
 CENTRAL APPRAISAL DISTRICT OF TAYLOR COUNTY, TX  
 CENTRAL APPRAISAL DISTRICT, TX  
 CHEROKEE COUNTY APPRAISAL DISTRICT, TX  
 CHEROKEE COUNTY TAX OFFICE, TX

AS OF AUGUST 16, 2021

CITY OF CHEYENNE - BUILDING SAFETY, WY  
CITY OF GARDEN GROVE, CA  
CLAIBORNE PARISH SALES TAX DEPT., LA  
COLLIN COUNTY TAX ASSESSOR-COLLECTOR  
COLORADO COUNTY CENTRAL APPRAISAL DISTRICT, TX  
COLORADO DEPARTMENT OF PUBLIC HEALTH AND ENVIRONMENT, CO  
COLORADO DEPT OF LABOR & EMPLOYMENT, CO  
COLORADO DEPT. OF REVENUE, CO  
COMMONWEALTH OF MASSACHUSETTS, MA  
CONNECTICUT STATE DEPARTMENT OF REVENUE SERVICES, CT  
COOKE COUNTY APPRAISAL DISTRICT, TX  
CORY L GRANDEL- TREASURER, PA  
COTULLA ISD TAX OFFICE, TX  
COUNTY OF VENTURA - TAX COLLECTOR, CA  
COUNTY OF VENTURA, CA  
CRANE COUNTY TAX ASSESSOR, TX  
CRANE COUNTY TAX OFFICE, TX  
CROCKETT COUNTY, TX  
CROOK COUNTY TREASURER, WY  
CYPRESS-FAIRBANKS ISD , TX  
DAWSON COUNTY CENTRAL APPRAISAL DISTRICT, TX  
DAWSON COUNTY TREASURER, MT  
DAWSON COUNTY WEED DISTRICT, MT  
DAYTON ISD TAX OFFICE, TX  
DENTON COUNTY TAX ASSESSOR COLLECTOR, TX  
DEPARTMENT OF MOTOR VEHICLES, CA  
DEPARTMENT OF REVENUE, MS  
DEPT. OF FINANCE & ADMINISTRATION, AR  
DESOTO PARISH SALES AND USE, LA  
DESOTO PARISH TAX COLLECTOR, LA  
DEWITT COUNTY TAX A/C, TX  
DEWITT COUNTY TAX ASSESSOR COLLECTOR, TX  
DICKENS COUNTY TAX OFFICE, TX  
DIMMIT COUNTY TAX OFFICE, TX  
DUCHESNE COUNTY ASSESSOR, UT  
DUNN COUNTY TREASURER/AUDITOR, ND  
DUNN COUNTY, ND  
EAST CARROLL PARISH SALES TAX, LA  
EASTLAND COUNTY TAX COLLECTOR, TX  
ECTOR COUNTY APPRAISAL DISTRICT, TX  
EL DORADO REGIONAL OFFICE, AR  
ERATH COUNTY TAX ASSESSOR-COLLECTOR  
FALLON COUNTY TREASURER , MT  
FAULKNER CO TAX COLLECTOR, AR  
FLORIDA DEPT OF REVENUE, FL  
FRANCHISE TAX BOARD, CA  
FREESTONE COUNTY TAX ASSESSOR COLLECTOR, TX  
FRESNO COUNTY TAX COLLECTOR, CA  
FRIO COUNTY APPRAISAL DISTRICT, TX  
FRIO COUNTY TAX ASSESSOR COLLECTOR, TX  
GAINES COUNTY APPRAISAL DISTRICT, TX  
GARFIELD COUNTY TREASURER, OK  
GARVIN COUNTY TREASURER, OK  
GEORGIA DEPARTMENT OF REVENUE, GA

AS OF AUGUST 16, 2021

GLASSCOCK COUNTY TAX ASSESSOR COLLECTOR, TX  
GOLIAD COUNTY TAX ASSESSOR COLLECTOR, TX  
GOLIAD ISD CITY OF GOLIAD TAX OFFICE, TX  
GRADY COUNTY TREASURER, OK  
GRAY COUNTY TAX OFFICE, TX  
GREGG COUNTY, TX  
HARRIS COUNTY, TX  
HARRISON CENTRAL APPRAISAL DISTRICT, TX  
HARRISON COUNTY TAX COLLECTOR, TX  
HASKELL COUNTY APPRAISAL DISTRICT, TX  
HIDALGO COUNTY - TAX ASSESSOR COLLECTOR, TX  
HIDALGO COUNTY TAX OFFICE, TX  
HOCKLEY COUNTY TAX OFFICE, TX  
HOOD CENTRAL APPRAISAL DISTRICT, TX  
HOOD COUNTY APPRAISAL DISTRICT, TX  
HOOD COUNTY TAX ASSESSOR, TX  
HOWARD COUNTY TAX OFFICE, TX  
IBERIA PARISH SALES AND USE TAX , LA  
IBERVILLE PARISH, LA  
INDIANA DEPARTMENT OF REVENUE, IN  
INTERNAL REVENUE SERVICE, CA  
INTERNAL REVENUE SERVICE, MO  
INTERNAL REVENUE SERVICE, NC  
INTERNAL REVENUE SERVICE, NM  
INTERNAL REVENUE SERVICE, TX  
IRS - UNITED STATES TREASURY, GA  
JACK COUNTY APPRAISAL DISTRICT, TX  
JACK COUNTY TAX ASSESSOR - COLLECTOR, TX  
JACK COUNTY TAX OFFICE, TX  
JACKSON COUNTY TAX ASSESSOR COLLECTOR, TX  
JACKSON COUNTY, TX  
JACKSON PARISH SALES TAX , LA  
JAMES A. SINDON, TX  
JENNIFER CAREY- TAX ASSESSOR, TX  
JICARILLA APACHE NATION OIL AND GAS ADMINISTRATION, NM  
JIM WELLS COUNTY APPRAISAL DISTRICT, TX  
JOHNSON COUNTY TAX ASSESSOR-COLLECTOR, TX  
JUDY COOK, COLLECTOR, TX  
KANSAS CORPORATION COMMISSION, KS  
KANSAS DEPT OF REVENUE, KS  
KARNES COUNTY TAX ASSESSOR-COLLECTOR, TX  
KARNES COUNTY TAX OFFICE, TX  
KENTUCKY DEPARTMENT OF REVENUE, KY  
KERN COUNTY TREASURER TAX COLLECTOR, CA  
KNOX COUNTY TAX ASSESSOR, TX  
KNOX COUNTY TAX OFFICE, TX  
KRISTEEN ROE TAX ASSESSOR, TX  
LA DEPT OF ENVIRONMENTAL QUALITY, LA  
LAFAYETTE PARISH SCHOOL SYSTEM, LA  
LAS ANIMAS COUNTY TREASURER, CO  
LAS ANIMAS COUNTY, CO  
LASALLE COUNTY TAX OFFICE, TX  
LASALLE PARISH , LA  
LAVACA COUNTY, TX

AS OF AUGUST 16, 2021

LEA COUNTY TREASURER, NM  
LIBERTY COUNTY TAX ASSESSOR-COLLECTOR, TX  
LIBERTY COUNTY, TX  
LINCOLN COUNTY TREASURER, WY  
LINCOLN PARISH TAX COLLECTOR , LA  
LIVINGSTON PARISH , LA  
LLANO COUNTY TREASURER , TX  
LOS ANGELES COUNTY TAX COLLECTOR, CA  
LOUISIANA DEPARTMENT OF ENVIRONMENT QUALITY, LA  
LOUISIANA DEPT OF REVENUE, LA  
LOUISIANA DEPT. OF REVENUE, TX  
LOVING COUNTY AD VALOREM TAX, TX  
LOVING COUNTY TAX OFFICE, TX  
LOVING COUNTY W/D #1, TX  
MAJOR COUNTY TREASURER, OK  
MARION COUNTY, MS  
MCKENZIE COUNTY TREASURER, ND  
MCKENZIE COUNTY, ND  
MESA COUNTY CLERK , CO  
MESA COUNTY TREASURER, CO  
MESA COUNTY, CO  
MICHIGAN DEPARTMENT OF TREASURY, MI  
MIDLAND CENTRAL APPRAISAL DISTRICT, TX  
MIDLAND COUNTY TAX ASSESSOR, TX  
MINERVA SOLTERO, TAX ASSESSOR-COLLECTOR, TX  
MISSISSIPPI DEPARTMENT OF REVENUE , MS  
MISSOURI DEPT OF REVENUE, MO  
MOFFAT COUNTY CLERK AND RECORDER, CO  
MONTANA DEPT OF REVENUE, MT  
MORGAN COUNTY CLERK/RECORDER, CO  
MORGAN COUNTY TREASURER, CO  
MORGAN COUNTY, CO  
MOUNTRAIL COUNTY ROAD DEPT., ND  
MOUNTRAIL COUNTY, ND  
NACOGDOCHES CENTRAL APPRAISAL DISTRICT, TX  
NATCHITOCHES PARISH TAX COMMISSION, LA  
NATCHITOCHES TAX COMMISSION, LA  
NATRONA COUNTY TREASURER, WY  
NEBRASKA DEPT OF REVENUE, NE  
NEW HAMPSHIRE DEPT. OF REVENUE ADMINISTRATION, NH  
NEW MEXICO TAXATION & REVENUE DEPT., NM  
NEW MEXICO TAXATION AND REVENUE DEPARTMENT, NM  
NEW YORK STATE DEPT. OF TAXATION AND FINANCE, NY  
NM TAXATION AND REVENUE DEPT, NM  
NOLAN CENTRAL APPRAISAL DISTRICT, TX  
NOLAN COUNTY TAX ASSESSOR - COLLECTOR, TX  
NORTH DAKOTA STATE TAX COMMISSION, ND  
NUECES COUNTY TAX ASSESSOR, TX  
NUECES COUNTY TAX ASSESSOR-COLLECTOR, TX  
OCHILTREE COUNTY APPRAISAL DISTRICT, TX  
OCHLLTREE COUNTY APPRAISAL DISTRICT, TX  
OFFICE OF STATE TAX COMMISSIONER, ND, ND  
OHIO DEPT. OF TAXATION, OH  
OKLAHOMA CORP COMMISSION, OK

AS OF AUGUST 16, 2021

OKLAHOMA CORPORATION COMMISSION, OK  
OKLAHOMA DEPT OF ENVIRONMENTAL QUALITY, OK  
OKLAHOMA MOTOR VEHICLE COMMISSION, OK  
OKLAHOMA TAX COMMISSION, OK  
ORANGE COUNTY TREASURER TAX COLLECTOR, CA  
OSAGE COUNTY TREASURER, OK  
PANOLA COUNTY TAX ASSESSOR, TX  
PANOLA COUNTY TAX OFFICE, TX  
PARISH OF CALDEWELL, LA  
PARISH OF WEBSTER, LA  
PARKER COUNTY APPRAISAL DISTRICT, TX  
PAYNE COUNTY TREASURER, OK  
PECOS COUNTY TAX OFFICE, TX  
PENNSYLVANIA DEPT OF REVENUE, PA  
PINE TREE ISD TAX OFFICE, TX  
PLAQUEMINES PARISH - SALES TAX DIVISION, LA  
POINT COUPE PARISH  
PONTOTOC CO TREASURER, OK  
PONTOTOC COUNTY TREASURER, OK  
PRATT COUNTY TREASURER, KS  
QUACHITA PARISH TAX AND REVENUE, LA  
RAILROAD COMMISSION OF TEXAS, TX  
REAGAN COUNTY TAX OFFICE, TX  
RED RIVER APPRAISAL DISTRICT, TX  
RED RIVER TAX AGENCY, LA  
REEVES COUNTY APPRAISAL DISTRICT, TX  
REEVES COUNTY, TX  
REFUGIO COUNTY TAX ASSESSOR-COLLECTOR, TX  
REFUGIO COUNTY TAX OFFICE, TX  
RICHLAND COUNTY TREASURER, MT  
RICHLAND PARISH SALES AND USE TAX, LA  
RIO BLANCO CLERK AND RECORDER, CO  
RIO BLANCO COUNTY ROAD AND BRIDGE, CO  
RIO BLANCO COUNTY TREASURER, CO  
RIO BLANCO COUNTY, CO  
ROBERTSON COUNTY TAX ASSESSOR-COLLECTOR, TX  
ROGER MILLS COUNTY TREASURER, OK  
RUSK COUNTY TAX ASSESSOR COLLECTOR, TX  
RUSK COUNTY TAX OFFICE, TX  
SABINE PARISH SALES AND USE TAX, LA  
SABINE PARISH SHERIFF'S OFFICE, LA  
SAN ISIDRO ISD TAX OFFICE, TX  
SAN JUAN COUNTY TREASURER, CO  
SCURRY COUNTY DISTRICT CLERKS OFFICE, TX  
SCURRY COUNTY TAX OFFICE, TX  
SHACKELFORD COUNTY APPRAISAL DISTRICT, TX  
SHELBY COUNTY TAX COLLECTOR, TX  
SHELBY COUNTY TAX OFFICE, TX  
SHERIDAN COUNTY TREASURER, MT  
SHERIFF OF LEWIS COUNTY, WV  
SMITH COUNTY TAX OFFICE, TX  
SOUTH DAKOTA TREASURER, SD  
SOUTHERN UTE INDIAN TRIBE, CO  
STARK COUNTY AUDITOR, ND



AS OF AUGUST 16, 2021

STARK COUNTY, ND  
STARR COUNTY TAX OFFICE, TX  
STATE OF COLORADO, CO  
STATE OF LA SALES TAX RETURN, LA  
STATE OF LOUISIANA - DEPT OF NATURAL RESOURCES, LA  
STATE OF LOUISIANA SALES TAX RETURN, LA  
STATE OF MONTANA MOTOR VEHICLE DIVISION, MT  
STATE OF NEW MEXICO COMMISSIONER, NM  
STATE OF NEW MEXICO MOTOR VEHICLE DIVISION, NM  
STATE OF NM COMMISSIONER, NM  
STATE OF WYOMING - DEPARTMENT OF ENVIRONMENTAL QUALITY, WY  
STATE OF WYOMING, WY  
STEPHEN'S COUNTY COURTHOUSE TAX OFFICE, TX  
STEPHENS COUNTY TAX OFFICE, TX  
STEPHENS COUNTY TREASURER, OK  
STERLING COUNTY TAX OFFICE, TX  
STONEWALL COUNTY APPRAISAL DISTRICT, TX  
STONEWALL COUNTY TAX OFFICE, TX  
SUBLETTE COUNTY TREASURER, WY  
SUTTON COUNTY APPRAISAL DISTRICT, TX  
SWEETWATER COUNTY TREASURER, WY  
SWEETWATER COUNTY, WY  
TARRANT COUNTY TAX ASSESSOR COLLECTOR, TX  
TARRANT COUNTY, TX  
TAX ASSESSOR (HALLETSVILLE), TX  
TAX ASSESSOR / COLLECTOR - ASPERMONT, TX  
TAX ASSESSOR / COLLECTOR - BEEVILLE, TX  
TAX ASSESSOR / COLLECTOR - CARTHAGE, TX  
TAX ASSESSOR / COLLECTOR - COTTLE COUNTY, TX  
TAX ASSESSOR / COLLECTOR - CROCKETT COUNTY, TX  
TAX ASSESSOR / COLLECTOR - EASTLAND, TX  
TAX ASSESSOR / COLLECTOR - FRANKLIN ISD, TX  
TAX ASSESSOR / COLLECTOR - GREGG COUNTY, TX  
TAX ASSESSOR / COLLECTOR - HALLETSVILLE, TX  
TAX ASSESSOR / COLLECTOR - HARRIS, TX  
TAX ASSESSOR / COLLECTOR - HOWARD, TX  
TAX ASSESSOR / COLLECTOR - JACKSBORO, TX  
TAX ASSESSOR / COLLECTOR - JAYTON, TX  
TAX ASSESSOR / COLLECTOR - LOVING, TX  
TAX ASSESSOR / COLLECTOR - MARTIN, TX  
TAX ASSESSOR / COLLECTOR - ROBERTSON COUNTY, TX  
TAX ASSESSOR / COLLECTOR - SNYDER, TX  
TAX ASSESSOR / COLLECTOR - WARD COUNTY, TX  
TAX ASSESSOR / COLLECTOR - YOAKUM COUNTY, TX  
TAX ASSESSOR / COLLECTOR (SNYDER), TX  
TAX ASSESSOR COLLECTOR (ASPERMONT), TX  
TAX ASSESSOR COLLECTOR (BEEVILLE), TX  
TAX ASSESSOR COLLECTOR (CARTHAGE), TX  
TAX ASSESSOR COLLECTOR (COTTLE COUNTY), TX  
TAX ASSESSOR COLLECTOR (GREGG CO), TX  
TAX ASSESSOR COLLECTOR (LOVING), TX  
TAX ASSESSOR COLLECTOR (MARTIN), TX  
TAX ASSESSOR COLLECTOR (ROBERTSON COUNTY), TX  
TAX ASSESSOR COLLECTOR (WARD COUNTY), TX

AS OF AUGUST 16, 2021

TAX ASSESSOR COLLECTOR (YOAKUM COUNTY), TX  
TAX ASSESSOR COLLECTOR, TX  
TAXATION AND REVENUE DEPT. - NEW MEXICO, NM  
TCEQ - TEXAS COMMISSION ON, TX  
TENAHA ISD, TX  
TENNESSEE DEPT OF REVENUE, TN  
TERREBONNE PARISH SALES AND USE TAX DIVISION, LA  
TERRELL COUNTY APPRAISAL DISTRICT, TX  
TEXAS COMMISSION ON ENVIRONMENTAL QUALITY, TX  
TEXAS COMPTROLLER OF PUBLIC ACCOUNT, TX  
TEXAS COUNTY TREASURER, OK  
TEXAS DEPARTMENT OF MOTOR VEHICLES, TX  
TEXAS DEPT. OF MOTOR VEHICLES, TX  
TEXAS DEPT. OF STATE HEALTH SERVICES, TX  
TEXAS STATE COMPTROLLER, TX  
TITUS COUNTY APPRAISAL DISTRICT, TX  
TITUS COUNTY TAX OFFICE, TX  
TOM GREEN APPRAISAL DISTRICT, TX  
TOM GREEN COUNTY APPRAISAL DISTRICT, TX  
TOWN OF LOGANSPORT, LA  
TREASURER OF EDDY COUNTY, NM  
TULSA COUNTY TREASURER, OK  
U.S. DEPT. OF TREASURY, MO  
UINTA COUNTY TREASURER, WY  
UINTAH COUNTY TREASURER, UT  
UNION PARISH SCHOOL BOARD, LA  
UNITED I.S.D. TAX OFFICE, TX  
UNITED STATES TREASURY, NC  
UNITED STATES TREASURY, UT  
UNITED STATES TREASURY-AUSTIN, TX  
UNITED STATES TREASURY-CINCINNATI, OH  
UPTON COUNTY APPRAISAL DISTRICT, TX  
US DEPARTMENT OF EDUCATION, GA  
US TREASURY-CA, CA  
UTAH STATE TAX COMMISSION, UT  
UTE INDIAN TRIBE, UT  
UTERO COMMISSION, UT  
VAL VERDE COUNTY TAX ASSESSOR COLLECTOR, TX  
VAL VERDE COUNTY TAX OFFICE, TX  
VERMILION PARISH SCHOOL BOARD, LA  
VICTORIA COUNTY TAX OFFICE, TX  
VIRGINIA DEPT OF TAXATION, VA  
WALKER COUNTY APPRAISAL DISTRICT, TX  
WARD COUNTY TAX OFFICE, TX  
WASHINGTON COUNTY TREASURER, OK  
WEBB COUNTY TAX ASSESSOR COLLECTOR, TX  
WEBSTER PARISH SALES & USE TAX COMMISSION, LA  
WEBSTER PARISH SALES AND USE TAX COMMISSION, LA  
WEBSTER PARISH SALES AND USE TAX, LA  
WELD COUNTY CLERK & RECORDER, CO  
WELD COUNTY TREASURER, CO  
WELD COUNTY, CO  
WEST CARROLL PARISH , LA  
WEST VIRGINIA STATE TAX DEPARTMENT, WV

AS OF AUGUST 16, 2021

WICHITA COUNTY TAX ASSESSOR, TX  
 WILLIAMS COUNTY TREASURER, ND  
 WILLIAMS COUNTY, ND  
 WINKLER COUNTY, TX  
 WINK-LOVING ISD TAX ASSESSOR COLLECTOR, TX  
 WISE COUNTY APPRAISAL DISTRICT, TX  
 WISE COUNTY TAX ASSESSOR/COLLECTOR, TX  
 WISE COUNTY TAX OFFICE, TX  
 WOOD COUNTY TREASURER, OK  
 WOODWARD COUNTY TREASURER, OK  
 WYOMING DEPARTMENT OF REVENUE, WY  
 WYOMING DEPT OF TRANSPORTATION, WY  
 WYOMING DEPT OF WORKFORCE SERVICES, WY  
 WYOMING DEPT. OF TRANSPORTATION, WY  
 WYOMING DEQ ADMIN, WATER QUALITY DIVISION, WY  
 YOAKUM COUNTY TAX OFFICE, TX  
 YOAKUM ISD TAX OFFICE, TX  
 ZAPATA COUNTY & ZISD, TX  
 ZAPATA COUNTY TAX ASSESSOR COLLECTOR, TX

**TEMPORARY LABOR/STAFFING AGENCIES**


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ACCOUNTEMP  
 CREATIVE FINANCIAL STAFFING LLC  
 HCL GLOBAL  
 IT RESONANCE INC  
 PROFESSIONAL ALTERNATIVES  
 RAND EMPLOYMENT SOLUTIONS  
 RESOURCES GLOBAL PROFESSIONALS  
 ROBERT HALF FINANCE & ACCOUNTING  
 STAND-BY PERSONNEL  
 TEK SYSTEMS INC

**US ATTORNEY'S OFFICE**


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RYAN PATRICK

**US TRUSTEE OFFICE**


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ALICIA MCCULLAR (TRIAL ATTORNEY)  
 BARBARA GRIFFIN (BANKRUPTCY ANALYST)  
 CHRISTY SIMMONS (BANKRUPTCY ANALYST)  
 CLARISSA WAXTON (BANKRUPTCY ANALYST)  
 GLENN OTTO (BANKRUPTCY ANALYST)  
 GWEN SMITH (LEGAL ASSISTANT (BANKRUPTCY/OA))  
 HECTOR DURAN (TRIAL ATTORNEY)  
 HENRY G. HOBBS, JR. (U.S. TRUSTEE)  
 JACQUELINE BOYKIN (LEGAL DATA TECHNICIAN)  
 JANA WHITWORTH (TRIAL ATTORNEY)  
 JAYSON B. RUFF (TRIAL ATTORNEY)  
 LINDA MOTTON (PARALEGAL SPECIALIST)  
 LUCI JOHNSON-DAVIS (PARALEGAL SPECIALIST)  
 PATRICIA SCHMIDT (LEGAL ASSISTANT (BANKRUPTCY/OA))  
 STEPHEN STATHAM (TRIAL ATTORNEY)

**UTILITY PROVIDERS**


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AMERICAN REFUSE, CA  
 APPLEBY WATER SUPPLY CORPORATION, TX  
 ASHLEY VALLEY WATER & SEWER, UT  
 AT&T, TX

AS OF AUGUST 16, 2021

ATMOS ENERGY, MO  
AUDIE YOUNT, TX  
BASIN DISPOSAL INC, TX  
BELMONT WATERWORKS, LA  
BERGER'S SANITATION, ND  
BIG COUNTRY ELECTRIC COOPERATIVE, TX  
BLACK HILLS ENERGY, SD  
BLAKEMAN PROPANE, WY  
BLUEBONNET ELECTRIC COOPERATIVE INC, TX  
BRUIN GROUP LLC  
BRYAN TEXAS UTILITIES, TX  
BURKE-DIVIDE ELECTRIC COOP INC, ND  
CALIFORNIA WATER SERVICE CO, CA  
CAPROCK WATER COMPANY, NM  
CENTERPOINT ENERGY, TX  
CENTRAL VALLEY ELECTRIC COOP, NM  
CENTURYLINK  
CHAMLEY PIPE & SALVAGE, ND  
CIMARRON ELECTRIC COOP, OK  
CITY OF ALICE, TX  
CITY OF ALVA, OK  
CITY OF ANDREWS, TX  
CITY OF ARTESIA, NM  
CITY OF ASPERMONT, TX  
CITY OF AVENAL, CA  
CITY OF BAKERSFIELD, CA  
CITY OF BELFIELD, ND  
CITY OF BIG LAKE, TX  
CITY OF BIG SPRING, TX  
CITY OF BISHOP, TX  
CITY OF BRECKENRIDGE, TX  
CITY OF BRIDGEPORT, TX  
CITY OF CARLSBAD, CA  
CITY OF CARRIZO SPRINGS, TX  
CITY OF COALINGA, CA  
CITY OF CORPUS CHRISTI, TX  
CITY OF CRANE, TX  
CITY OF CUSHING, OK  
CITY OF DENVER CITY, TX  
CITY OF EL RENO, OK  
CITY OF EUNICE, NM  
CITY OF FORT MORGAN, CO  
CITY OF GILLETTE, WY  
CITY OF GOLDSMITH, TX  
CITY OF GRANBURY, TX  
CITY OF GREELEY, CO  
CITY OF GUYPON, OK  
CITY OF HOBBS, NM  
CITY OF KENEDY, TX  
CITY OF KERMIT, TX  
CITY OF KILGORE, TX  
CITY OF KNOX CITY, TX  
CITY OF LAKEPORT SEWER FUND, TX  
CITY OF LAMESA WATER DEPARTMENT, TX

AS OF AUGUST 16, 2021

CITY OF LAREDO, TX  
CITY OF LEVELLAND, TX  
CITY OF LIBERAL, KS  
CITY OF LONGVIEW, TX  
CITY OF MINDEN, LA  
CITY OF NEW LONDON, TX  
CITY OF ODESSA, TX  
CITY OF OKLAHOMA CITY, OK  
CITY OF PAWHUSKA, OK  
CITY OF PEARSALL, TX  
CITY OF PERRYTON, TX  
CITY OF PRATT, KS  
CITY OF SAN ANGELO, TX  
CITY OF SNYDER, TX  
CITY OF SONORA, TX  
CITY OF STANLEY, ND  
CITY OF SWEETWATER, TX  
CITY OF TAFT, CA  
CITY OF TALCO WATER, TX  
CITY OF TENAHA, TX  
CITY OF TRINIDAD, CO  
CITY OF TULSA UTILITIES, OK  
CITY OF TYE, TX  
CITY OF WATFORD CITY, ND  
CITY OF WILLISTON, ND  
CITY OF WOODWARD, OK  
CLEARWATER ENTERPRISES, OK  
COGENT COMMUNICATIONS, TX  
COMCAST, CA  
CONCHO VALLEY ELECTRIC COOPERATIVE, TX  
COTTON ELECTRIC COOP, OK  
COX BUSINESS, OK  
CPL RETAIL ENERGY, TX  
CPS ENERGY, TX  
CROCKETT COUNTY WATER CONTROL & IMPROVEMENT DISTRICT, TX  
CULLIGAN WATER OF WEST TEXAS, TX  
CULLIGAN WATER, TX  
DEBERRY WATER SUPPLY CORP, TX  
DEEP EAST TEXAS ELECTRIC COOP, TX  
DIALTONESERVICES, CA  
DIMMIT COUNTY SANITATION DEPT, TX  
DIRECT ENERGY, TX  
DIRECTV, GA  
DISH NETWORK LLC, IL  
DOMINION ENERGY, VA  
E J HARRISON & SONS INC, CA  
EASTEX TELEPHONE COOPERATIVE, TX  
EL DORADO WATER UTILITIES, AR  
ELDERVILLEWATER SUPPLY, TX  
ENTERGY, LA  
FLORA VISTA MUTUAL DOMESTIC WATER, NM  
FRANKLIN OR BRENDA GRAVEN, OK  
FRONTIER COMMUNICATIONS, OH  
FRONTIER COMMUNICATIONS, TX

AS OF AUGUST 16, 2021

FUSION CLOUD SERVICES LLC  
G&G GARBAGE BELFIELD DISTRICT, CO  
G&H BACKHOE, TX  
GARVIN CO RURAL WATER DISTRICT 2, OK  
GLENDA ANDERSON, OK  
GRAND VALLEY POWER, CO  
GRANITE TELECOMMUNICATIONS LLC  
GUADALUPE VALLEY ELECTRIC, TX  
HARLETON WATER SUPPLY CORP, TX  
HARPER SANITATION SERVICES, OK  
HIGHRIDGE WATER AUTHORITY, PA  
HILCO ELEC COOP, TX  
HORIZON RESOURCES, ND  
HUGHES NETWORK SYSTEMS, CO  
JACOBS WATER SUPPLY CORP, TX  
JANE LEW PUBLIC SVC DISTRICT, WV  
JOHNSON COUNTY SPECIAL UTILITY, TX  
JOHNSON WATER DISTRICT, UT  
JUST ENERGY, TX  
K&K SANITATION, UT  
KARNES ELECTRIC COOPERATIVE, TX  
KERN COUNTY PUBLIC WORKS, CA  
KURTZ SANITATION INC, MT  
LEGACY DISPOSAL & SANITATION, TX  
LIBERTY CITY WATER SUPPLY, TX  
LINDSAY PUBLIC WORKS ACCOUNT, OK  
LOGIX COMMUNICATIONS, TX  
LOWER YELLOWSTONE RURAL ELECT, MT  
LYNTEGAR ELECTRIC COOP INC, TX  
M&M COOPERATIVE - WIGGINS, CO  
M&M DISPOSAL, TX  
MAJOR COUNTY RURAL WATER DISTRICT, OK  
MCI, WY  
MEDINA ELECTRIC COOP, TX  
METRO SANITATION, INC., TX  
METTEL, TX  
MGM RURAL SANITATION LLC, ND  
MID VALLEY DISPOSAL INC, CA  
MIDCONTINENT COMMUNICATIONS, ND  
MID-RIVERS TELEPHONE COOP  
MIDSTATE TELEPHONE COMPANY, ND  
MILLER'S GARBAGE SERVICE INC, MT  
MILLERSVIEW - DOOLE WATER SUPPLY CO, TX  
MISSOURI VALLEY PETROLEUM, ND  
MON POWER, OH  
MONTANA DAKOTA UTILITIES, ND  
MOON LAKE ELECTRIC ASSOCIATION INC, UT  
MORGAN COUNTY QUALITY WATER, CO  
MORGAN COUNTY RURAL ELECTRIC, CO  
MOUNTAIN STATE WASTE, WV  
MOUNTRAIL WILLIAMS ELECTRIC COOP, ND  
NAVASOTA VALLEY ELECTRIC COOPERATIVE, TX  
NEMONT, ND  
NETREO

AS OF AUGUST 16, 2021

NEW MEXICO GAS CO, NM  
NINNESCAH RURAL ELECTRIC COOPERATIVE, KS  
NORTEX COMMUNICATIONS, TX  
NORTH WELD COUNTY WATER, CO  
NORTHWEST RURAL WATER DISTRICT, ND  
NORTHWESTERN ELECTRIC COOP, OK  
NTS COMMUNICATIONS, TX  
NUECES ELECTRIC COOP, TX  
OILDALE MUTUAL WATER COMPANY, CA  
OKLAHOMA ENVIRONMENTAL MANAGEMENT AUTHORITY, OK  
OKLAHOMA GAS & ELECTRIC, OK  
OKLAHOMA NATURAL GAS COMPANY, MO  
PACIFIC GAS AND ELECTRIC, CA  
PANOLAHARRISON ELEC COOP, TX  
PECOS COUNTY WATER CONTROL IMPROVEMENT DISTRICT #1, TX  
PENASCO VALLEY TELEPHONE COOP, NM  
PEOPLE'S ELECTRIC COOP, OK  
PEOPLES, TX  
PINEY WOODS SANITATION, TX  
PLENTYWOOD SANITATION, MT  
POWDER RIVER ENERGY, WY  
PUBLIC SERVICE COMPANY OF OKLAHOMA, PA  
REFUGIO WATER WORKS, TX  
RELIANT ENERGY, TX  
REPUBLIC SERVICES, TX  
RESERVATION TELEPHONE COOPERATIVE, ND  
RIO GRANDE ELECTRIC COOPERATIVE, TX  
RIVERSIDE MUTUAL DOMESTIC WATER, NM  
ROCKY MOUNTAIN POWER, OR  
ROOSEVELT CITY, UT  
RT COMMUNICATIONS, WY  
RURAL DUMPSTER SERVICE INC, TX  
RURAL ELECTRIC COOP, OK  
RURAL WATER DISTRICT NO 2, OK  
RUSK COUNTY ELECTRIC COOP INC, TX  
SALT CREEK JOINT POWER, WY  
SAN BERNARD ELECTRIC, TX  
SAN ISABEL ELECTRIC, CO  
SHERIDAN ELECTRIC COOP, MT  
SIERRA SPRINGS, TX  
SOUND TELECOM, WA  
SOUTH FREESTONE COUNTY, TX  
SOUTH PLAINS ELECTRIC COOPERATIVE, TX  
SOUTHERN CALIFORNIA EDISON, CA  
SOUTHERN CALIFORNIA GAS, CA  
SOUTHERN PIONEER ELECTRIC, KS  
SOUTHERN SANITATION, TX  
SOUTHWEST DISPOSAL SERVICE, INC., TX  
SOUTHWEST TEXAS ELECT COOP INC, AL  
SOUTHWEST WATER AUTHORITY, ND  
SOUTHWESTERN ELECTRIC POWER, PA  
SOUTHWESTERN WIRELESS  
SPRINT  
STAFFORD COUNTY TRASH SERVICE, KS

AS OF AUGUST 16, 2021

STANDARD GAS COMPANY, WV  
STARR COMMUNICATION  
STEPHENS COUNTY RURAL WATER/SEWER DISTRICT, OK  
STRATA NETWORKS, UT  
SUDDENLINK, OK  
TAYLOR ELECTRIC COOPERATIVE, TX  
TEXAS COMMERCIAL WASTE, TX  
TEXAS DISPOSAL SYSTEMS, TX  
TEXAS GAS SERVICE, TX  
TEXLAND GREAT PLAINS WATER SUPPLY DEEP ROCK, TX  
TEXLAND GREAT PLAINS WATER SUPPLY FRANKEL CITY, TX  
TOMAHAWK DISPOSAL, TX  
TOWN OF LOGANSPOUT, LA  
TOWN OF SIBLEY WATER SYSTEM, LA  
TOWN OF WAMSUTTER, WY  
TRI FAB TRASH BRISTOW, OK  
TRI SPECIAL UTILITY DISTRICT, TX  
TRI-COUNTY ELECTRIC CO-OP INC, TX  
TRICOUNTY ELECTRIC COOPERATIVE, INC, TX  
TRUST WASTE SOLUTIONS, TX  
TWO BIT RENTALS INC, ND  
TXU ENERGY, TX  
U&F WATER SUPPLY, TX  
UNION TELEPHONE COMPANY, WY  
UNITED COOPERATIVE SERVICES, TX  
UNITED POWER, CO  
UPSHUR RURAL ELECTRIC COOP, TX  
UTE WATER CONSERVANCY DIST, CO  
VARNER BROS INC, CA  
VAUGHN WATER COMPANY INC, CA  
VENTURA WATER, CA  
VERIZON, NY  
VEXUS FIBER, TX  
VIAERO WIRELESS, CO  
VICTORIA ELECTRIC COOP INC, TX  
VILLAGE OF SIMSBORO, LA  
VISTA WEST WATER COMPANY, WY  
VTX COMMUNICATIONS, TX  
WALNUT CREEK SPECIAL UTILITY DISTRICT, TX  
WALSTON SPRINGS WATER SUPPLY CORP, TX  
WASTE CONNECTIONS OF WYOMING, CA  
WASTE MANAGEMENT N COLORADO, CO  
WASTE MANAGEMENT NEW MEXICO, NM  
WASTE MANAGEMENT OF TEXAS, TX  
WEST CENTRAL WIRELESS, TX  
WEST KERN WATER DISTRICT, CA  
WEST TEXAS DISPOSAL, TX  
WEST TEXAS GAS, TX  
WESTBOUND WATER SUPPLY CORP, TX  
WHARTON COUNTY ELECTRIC COOP, TX  
WHITE MOUNTAIN WATER & SEWER, WY  
WINDSTREAM, TX  
WISE ELECTRIC COOP, TX  
WOLF WASTE REMOVAL, CO



**AS OF AUGUST 16, 2021**

WTU RETAIL ENERGY, TX  
WYOMING WASTE SERVICES, WY  
XCEL ENERGY, MN  
ZIA NATURAL GAS, NM

**SCHEDULE 2**

**Prime Clerk Client Connections**

Boart Longyear (Officer and Director Affiliation)

EP Energy E&P Company, L.P. (Customer)

EP Energy Corporation (Customer)

**Exhibit C**

**Engagement Agreement**



### Prime Clerk LLC Engagement Agreement

This Agreement is entered into as of June 2, 2021 between Prime Clerk LLC ("**Prime Clerk**") and Basic Energy Services, Inc. (together with its affiliates and subsidiaries, the "**Company**").<sup>1</sup>

In consideration of the promises set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

#### 1. Services

- (a) Prime Clerk agrees to provide the Company with consulting services regarding legal noticing, claims management and reconciliation, plan solicitation, balloting, disbursements, preparation of schedules of assets and liabilities and statements of financial affairs, communications, confidential online workspaces or data rooms (publication to which shall not violate the confidentiality provisions of this Agreement) and any other services agreed upon by the parties or otherwise required by applicable law, governmental regulations or court rules or orders (all such services collectively, the "**Services**").
- (b) The Company acknowledges and agrees that Prime Clerk will often take direction from the Company's representatives, employees, agents and/or professionals (collectively, the "**Company Parties**") with respect to providing Services hereunder. The parties agree that Prime Clerk may rely upon, and the Company agrees to be bound by, any requests, advice or information provided by the Company Parties to the same extent as if such requests, advice or information were provided by the Company.
- (c) The Company agrees and understands that Prime Clerk shall not provide the Company or any other party with legal advice.

#### 2. Rates, Expenses and Payment

- (a) Prime Clerk will provide the Services on an as-needed basis and upon request or agreement of the Company, in each case in accordance with the rate structure attached hereto and incorporated by reference herein (the "**Rate Structure**"); provided, however that Prime Clerk will provide a discount of 20% off the attached hourly rates. The Company agrees to pay for reasonable out of pocket expenses incurred by Prime Clerk in connection with providing Services hereunder.
- (b) The Rate Structure sets forth individual unit pricing for each of the Services. The Company may request separate Services or all of the Services.
- (c) Prime Clerk will bill the Company no less frequently than monthly. All invoices shall be due and payable upon receipt. Where an expense or group of expenses to be incurred is expected to exceed \$10,000 (e.g., publication notice), Prime Clerk may require advance or direct payment from the Company before the performance of Services hereunder. If any amount is unpaid as of 30 days after delivery of an invoice, the Company agrees to pay a late charge equal to 1% of the total amount unpaid every 30 days.

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<sup>1</sup> The Company shall include, to the extent applicable, the Company, as debtor and debtor in possession in any chapter 11 case, together with any affiliated debtors and debtors in possession whose chapter 11 cases are jointly administered with the Company's chapter 11 case.



- (d) In case of a good faith dispute with respect to an invoice amount, the Company shall provide a detailed written notice of such dispute to Prime Clerk within 10 days of receipt of the invoice. The undisputed portion of the invoice will remain due and payable immediately upon receipt thereof. Late charges shall not accrue on any amounts disputed in good faith.
- (e) The Company shall pay any fees and expenses for Services relating to, arising out of or resulting from any error or omission made by the Company or the Company Parties.
- (f) The Company shall pay or reimburse any taxes that are applicable to Services performed hereunder or that are measured by payments made hereunder and are required to be collected by Prime Clerk or paid by Prime Clerk to a taxing authority.
- (g) Upon execution of this Agreement, the Company shall pay Prime Clerk an advance of \$50,000. Prime Clerk may use such advance against unpaid fees and expenses hereunder. Prime Clerk may use the advance against all prepetition fees and expenses, which advance then shall be replenished promptly by the Company to the original advance amount; thereafter, Prime Clerk may hold such advance to apply against unpaid fees and expenses hereunder.
- (h) Prime Clerk reserves the right to make reasonable increases to the Rate Structure on an annual basis effective on the first business day of each year, provided Prime Clerk shall provide 30 days' notice to the Company of such increases.

### **3. Retention in Bankruptcy Case**

- (a) If the Company commences a case pursuant to title 11 of the United States Code (the "**Bankruptcy Code**"), the Company promptly shall file applications with the Bankruptcy Court to retain Prime Clerk (i) as claims and noticing agent pursuant to 28 U.S.C. § 156(c) and (ii) as administrative advisor pursuant to section 327(a) of the Bankruptcy Code for all Services that fall outside the scope of 28 U.S.C. § 156(c). The form and substance of such applications and any order approving them shall be reasonably acceptable to Prime Clerk.
- (b) If any Company chapter 11 case converts to a case under chapter 7 of the Bankruptcy Code, Prime Clerk will continue to be paid for Services pursuant to 28 U.S.C. § 156(c) and the terms hereunder.

### **4. Confidentiality**

- (a) The Company and Prime Clerk agree to keep confidential all non-public records, systems, procedures, software and other information received from the other party in connection with the Services provided hereunder; provided, however, that if any such information was publicly available, already in the party's possession or known to it, independently developed, lawfully obtained from a third party or required to be disclosed by law, then a party shall bear no responsibility for publicly disclosing such information.
- (b) If either party reasonably believes that it is required to disclose any confidential information pursuant to an order from a governmental authority, such party shall provide written notice to the other party promptly after receiving such order, to allow the other party sufficient time to seek any remedy available under applicable law to prevent disclosure of the information.



## **5. Property Rights**

Prime Clerk reserves all property rights in and to all materials, concepts, creations, inventions, works of authorship, improvements, designs, innovations, ideas, discoveries, know-how, techniques, programs, systems, specifications, applications, processes, routines, manuals, documentation and any other information or property (collectively, "**Property**") furnished by Prime Clerk for itself or for use by the Company hereunder. Fees and expenses paid by the Company do not vest in the Company any rights in such Property. Such Property is only being made available for the Company's use during and in connection with the Services provided by Prime Clerk hereunder.

## **6. Bank Accounts**

At the request of the Company or the Company Parties, Prime Clerk shall be authorized to establish accounts with financial institutions in the name of and as agent for the Company to facilitate distributions pursuant to a chapter 11 plan or other transaction. To the extent that certain financial products are provided to the Company pursuant to Prime Clerk's agreement with financial institutions, Prime Clerk may receive compensation from such institutions for the services Prime Clerk provides pursuant to such agreement.

## **7. Term and Termination**

- (a) This Agreement shall remain in effect until terminated by either party: (i) on 30 days' prior written notice to the other party; or (ii) immediately upon written notice for Cause (as defined herein). "**Cause**" means (i) gross negligence or willful misconduct of Prime Clerk that causes material harm to the Company's restructuring under chapter 11 of the Bankruptcy Code, (ii) the failure of the Company to pay Prime Clerk invoices for more than 60 days from the date of invoice or (iii) the accrual of invoices or unpaid Services in excess of the advance held by Prime Clerk where Prime Clerk reasonably believes it will not be paid.
- (b) If this Agreement is terminated after Prime Clerk is retained pursuant to Bankruptcy Court order, the Company promptly shall seek entry of a Bankruptcy Court order discharging Prime Clerk of its duties under such retention, which order shall be in form and substance reasonably acceptable to Prime Clerk.
- (c) If this Agreement is terminated, the Company shall remain liable for all amounts then accrued and/or due and owing to Prime Clerk hereunder.
- (d) If this Agreement is terminated, Prime Clerk shall coordinate with the Company and, to the extent applicable, the clerk of the Bankruptcy Court, to maintain an orderly transfer of record keeping functions, and Prime Clerk shall provide the necessary staff, services and assistance required for such an orderly transfer. The Company agrees to pay for such Services pursuant to the Rate Structure.

## **8. No Representations or Warranties**

Prime Clerk makes no representations or warranties, express or implied, including, without limitation, any express or implied warranty of merchantability, fitness or adequacy for a particular purpose or use, quality, productiveness or capacity.

## 9. Indemnification

- (a) To the fullest extent permitted by applicable law, the Company shall indemnify and hold harmless Prime Clerk and its members, directors, officers, employees, representatives, affiliates, consultants, subcontractors and agents (collectively, the ***"Indemnified Parties"***) from and against any and all losses, claims, damages, judgments, liabilities and expenses, whether direct or indirect (including, without limitation, counsel fees and expenses) (collectively, ***"Losses"***) resulting from, arising out of or related to Prime Clerk's performance hereunder. Without limiting the generality of the foregoing, Losses include any liabilities resulting from claims by any third parties against any Indemnified Party.
- (b) Prime Clerk and the Company shall notify each other in writing promptly upon the assertion, threat or commencement of any claim, action, investigation or proceeding that either party becomes aware of with respect to the Services provided hereunder.
- (c) The Company's indemnification of Prime Clerk hereunder shall exclude Losses resulting from Prime Clerk's gross negligence or willful misconduct.
- (d) The Company's indemnification obligations hereunder shall survive the termination of this Agreement.

## 10. Limitations of Liability

Except as expressly provided herein, Prime Clerk's liability to the Company for any Losses, unless due to Prime Clerk's gross negligence or willful misconduct, shall be limited to the total amount paid by the Company for the portion of the particular work that gave rise to the alleged Loss. In no event shall Prime Clerk's liability to the Company for any Losses arising out of this Agreement exceed the total amount actually paid to Prime Clerk for Services provided hereunder. In no event shall Prime Clerk be liable for any indirect, special or consequential damages (such as loss of anticipated profits or other economic loss) in connection with or arising out of the Services provided hereunder.

## 11. Company Data

- (a) The Company is responsible for, and Prime Clerk does not verify, the accuracy of the programs, data and other information it or any Company Party submits for processing to Prime Clerk and for the output of such information, including, without limitation, with respect to preparation of statements of financial affairs and schedules of assets and liabilities (collectively, ***"SOFAs and Schedules"***). Prime Clerk bears no responsibility for the accuracy and content of SOFAs and Schedules, and the Company is deemed hereunder to have approved and reviewed all SOFAs and Schedules filed on its behalf.
- (b) The Company agrees, represents and warrants to Prime Clerk that before delivery of any information to Prime Clerk: (i) the Company has full authority to deliver such information to Prime Clerk; and (ii) Prime Clerk is authorized to use such information to perform Services hereunder.
- (c) Any data, storage media, programs or other materials furnished to Prime Clerk by the Company may be retained by Prime Clerk until the Services provided hereunder are paid in full. The Company shall remain liable for all fees and expenses incurred by Prime Clerk under this Agreement as a result of data, storage media or other materials maintained, stored or disposed of by Prime Clerk. Any such disposal shall be in a manner requested by or



acceptable to the Company; provided that if the Company has not utilized Prime Clerk's Services for a period of 90 days or more, Prime Clerk may dispose of any such materials, and be reimbursed by the Company for the expense of such disposition, after giving the Company 30 days' notice. The Company agrees to initiate and maintain backup files that would allow the Company to regenerate or duplicate all programs, data or information provided by the Company to Prime Clerk.

- (d) If Prime Clerk is retained pursuant to Bankruptcy Court order, disposal of any Company data, storage media or other materials shall comply with any applicable court orders and rules or clerk's office instructions.
- (e) Prime Clerk may use Company's name and logo on its website and in its promotional materials to state that Company is a customer of Prime Clerk and its Services during and after the term of this Agreement.

## **12. Non-Solicitation**

The Company agrees that neither it nor any of its subsidiaries or affiliates shall directly or indirectly solicit for employment, employ or otherwise retain as employees, consultants or otherwise, any employees of Prime Clerk during the term of this Agreement and for a period of 12 months after termination thereof unless Prime Clerk provides prior written consent to such solicitation or retention, provided that this Section 12 shall not prohibit any general solicitation which is not directed specifically to any such persons.

## **13. Force Majeure**

Whenever performance by Prime Clerk of any of its obligations hereunder is materially prevented or impacted by reason of any act of God, government requirement, strike, lock-out or other industrial or transportation disturbance, fire, flood, epidemic, lack of materials, law, regulation or ordinance, act of terrorism, war or war condition, or by reason of any other matter beyond Prime Clerk's reasonable control, then such performance shall be excused, and this Agreement shall be deemed suspended during the continuation of such prevention and for a reasonable time thereafter.

## **14. Choice of Law**

The validity, enforceability and performance of this Agreement shall be governed by and construed in accordance with the laws of the State of New York.

## **15. Arbitration**

Any dispute arising out of or relating to this Agreement or the breach thereof shall be finally resolved by arbitration administered by the American Arbitration Association under its Commercial Arbitration Rules, and judgment upon the award rendered by the arbitrators may be entered in any court having jurisdiction. There shall be three arbitrators named in accordance with such rules. The arbitration shall be conducted in the English language in New York, New York in accordance with the United States Arbitration Act.

## **16. Integration; Severability; Modifications; Assignment**

- (a) Each party acknowledges that it has read this Agreement, understands it and agrees to be bound by its terms and further agrees that it is the complete and exclusive statement of the





agreement between the parties, which supersedes and merges all prior proposals, understandings, agreements and communications between the parties relating to the subject matter hereof.

- (b) If any provision of this Agreement shall be held to be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions shall in no way be affected or impaired thereby.
- (c) This Agreement may be modified only by a writing duly executed by an authorized representative of the Company and an officer of Prime Clerk.
- (d) This Agreement and the rights and duties hereunder shall not be assignable by the parties hereto except upon written consent of the other; provided, however, that Prime Clerk may assign this Agreement to a wholly-owned subsidiary or affiliate without the Company's consent.

#### **17. Effectiveness of Counterparts**

This Agreement may be executed in two or more counterparts, each of which will be deemed an original, but all of which shall constitute one and the same agreement. This Agreement will become effective when one or more counterparts have been signed by each of the parties and delivered to the other party, which delivery may be made by exchange of copies of the signature page by fax or email.

#### **18. Notices**

All notices and requests in connection with this Agreement shall be sufficiently given or made if given or made in writing via hand delivery, overnight courier, U.S. Mail (postage prepaid) or email, and addressed as follows:

If to Prime Clerk: Prime Clerk LLC  
One Grand Central Place  
60 East 42<sup>nd</sup> Street, Suite 1440  
New York, NY 10165  
Attn: Shira Weiner  
Tel: (212) 257-5450  
Email: [sweiner@primeclerk.com](mailto:sweiner@primeclerk.com)

If to the Company: Basic Energy Services, Inc.  
801 Cherry Street, Suite 2100  
Fort Worth, TX 76102  
Attn: Robert Reeb  
Tel: (817) 334-4147  
Email: [RReeb@BasicES.com](mailto:RReeb@BasicES.com)

With a copy to: Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, NY 10153  
Attn: Sunny Singh  
Tel: (212) 310-8547  
Email: [sunny.singh@weil.com](mailto:sunny.singh@weil.com)

*[Signature page follows]*



IN WITNESS WHEREOF, the parties hereto have executed this Agreement effective as of the date first above written.

**Prime Clerk LLC**

A handwritten signature in blue ink that reads "Shira Weiner".

By: Shira Weiner  
Title: General Counsel

**Basic Energy Services, Inc.**

DocuSigned by:

A handwritten signature in blue ink that reads "Adam Hurley".

9726D780B794419...  
By: Adam Hurley  
Title: Chief Financial Officer

## RATES

Quality.  
Partnership.  
Expertise.  
Innovation.

### Claim and Noticing Rates

TITLE	HOURLY RATE
<b>Analyst</b> The Analyst processes incoming proofs of claim, ballots and return mail, and physically executes outgoing mailings with adherence to strict quality control standards.	\$30 - \$50
<b>Technology Consultant</b> The Technology Consultant provides database support for complex reporting requests and administers complicated variable data mailings.	\$35 - \$95
<b>Consultant/Senior Consultant</b> The Consultant is the day-to-day contact for mailings, updates the case website, prepares and executes affidavits of service, responds to creditor inquiries and maintains the official claim register, including processing of claims objections and transfers. Prime Clerk Consultants have between three and five years of experience.  The Senior Consultant directs the data collection process for the master mailing list and Schedules & SOFA, oversees all mailings, performs quality control checks on all claims and ballots, and generates claim and ballot reports. Prime Clerk's Senior Consultants average over five years of experience.	\$65 - \$165
<b>Director</b> The Director is the lead contact for the company, counsel and advisors on the case engagement and oversees all aspects of the bankruptcy administration, including managing the internal case team. In many instances, the executives of Prime Clerk will serve in this role at this rate. Prime Clerk's Directors have over ten years of experience and are typically former restructuring attorneys or paralegals.	\$175 - \$195
<b>Chief Operating Officer and Executive Vice President</b> Michael Frishberg, Prime Clerk's COO, and Ben Schrag, Prime Clerk's Executive Vice President, both former restructuring attorneys with collectively over twenty five years of experience, will add an additional supervisory layer to this matter at no charge.	No charge

#### About Kroll

Kroll is the world's premier provider of services and digital products related to governance, risk and transparency. We work with clients across diverse sectors in the areas of valuation, expert services, investigations, cyber security, corporate finance, restructuring, legal and business solutions, data analytics and regulatory compliance. Our firm has nearly 5,000 professionals in 30 countries and territories around the world. For more information, visit [www.krollbusinessservices.com](http://www.krollbusinessservices.com).

## RATES

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### Solicitation, Balloting and Tabulation Rates

TITLE	HOURLY RATE
<p>Solicitation Consultant</p> <p>The Solicitation Consultant reviews, tabulates and audits ballots, and executes plan solicitation and other public securities mailings. In addition, the Solicitation Consultant prepares customized reports relating to voting and other corporate events (such as exchange offers and rights subscriptions) and interfaces with banks, brokers, nominees, depositories and their agents regarding solicitations and other communications. Solicitation Consultants average over five years of experience.</p>	\$190
<p>Director of Solicitation</p> <p>The Director of Solicitation is the lead consultant in the plan solicitation process. The Director oversees and coordinates soliciting creditor votes on a plan of reorganization and will attest to solicitation processes and results. The Director also advises on public securities noticing and related actions, including voting, exchange offers, treatment elections, rights subscriptions and distributions and coordinates with banks, brokers, nominees, their agents and depositories to ensure the smooth execution of these processes. Prime Clerk's Director of Solicitation has over 15 years of experience and is a former restructuring attorney.</p>	\$210

### Solicitation, Balloting and Tabulation Rates

Printing	\$0.10 per page
Customization/Envelope Printing	No charge
Document folding and inserting	No charge
Postage/Overnight Delivery	Preferred Rates
Public Securities Events	Varies by Event
Standard E-mail Noticing	No charge
Fax Noticing	\$0.10 per page
Proof of Claim Acknowledgment Card	\$0.05 per card
Envelopes	Varies by Size

### Newspaper and Legal Notice Publishing

Coordinate and publish legal notices	Available on request
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#### About Kroll

Kroll is the world's premier provider of services and digital products related to governance, risk and transparency. We work with clients across diverse sectors in the areas of valuation, expert services, investigations, cyber security, corporate finance, restructuring, legal and business solutions, data analytics and regulatory compliance. Our firm has nearly 5,000 professionals in 30 countries and territories around the world. For more information, visit [www.krollbusinessservices.com](http://www.krollbusinessservices.com).

## RATES

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<b>Case Website</b>	
Case Website setup	No charge
Case Website hosting	No charge
Update case docket and claims register	No charge
<b>Client Access</b>	
Access to secure client login (unlimited users)	No charge
Client customizable reports on demand or via scheduled email delivery (unlimited quantity)	No charge
Real time dashboard analytics measuring claim and ballot information and document processing status	No charge
<b>Data Administration and Management</b>	
Inputting proofs of claim and ballots	Standard hourly rates (no per claim or ballot charge)
Electronic Imaging	\$0.10 per image
Data Storage, maintenance and security	\$0.10 per record per month
Virtual Data Rooms	Available on request
<b>On-line Claim Filing Services</b>	
On-line claim filing	No charge
<b>Call Center Services</b>	
Case-specific voice-mail box	No charge
Interactive Voice Response ("IVR")	No charge
Monthly maintenance	No charge
Call center personnel	Standard hourly rates
Live chat	Standard hourly rates
<b>Disbursement Services</b>	
Check issuance and/or Form 1099	Available on request
W-9 mailing and maintenance of TIN database	Standard hourly rates

### About Kroll

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